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2024\$479A A A A A Additions resulting in charges to operations49A A A A A Recoveries of previously reserved balances(430)A A A A A Deductions due to write-offs(13)Balance at December31, 2024\$85A NOTE 3 æ” CONCENTRATION OF CREDIT RISK AND SIGNIFICANT CUSTOMERSFinancial instruments that potentially subject the Company to concentration of credit risk consist primarily of investments, trade accounts receivable and accounts payable. The Company’s cash, cash equivalents, and marketable securities are placed with financial institutions with high credit standings. At December31, 2024, the Company had one direct customer, Verizon, over 10% of the accounts receivable balance, while no channel partners accounted for more than 10% of the accounts receivable balance. At March 31, 2024, the Company had no direct customers or channel partners which accounted for more than 10% of the accounts receivable balance. During the three and nine months ended December31, 2024, one direct customer, Verizon, accounted for more than 10% of the Company’s total revenue, while no channel partners accounted for more than 10% of total revenue. During the three and nine months ended December 31,2023, no direct customers or channel partners accounted for more than 10% of total revenue. Historically, the Company has not experienced any significant failure of its customers’ ability to meet their payment obligations nor does the Company anticipate material non-performance by its customers in the future; accordingly, the Company does not require collateral from its customers. However, if the Company’s assumptions are incorrect, there could be an adverse impact on its allowance for doubtful accounts. NOTE 4 æ” SHARE-BASED COMPENSATIONOn September 12, 2019, the Company’s stockholders approved the 2019 Equity Incentive Plan (2019 Plan), which replaced the Company’s 2007 Equity Incentive Plan, as amended (Amended 2007 Plan). The 2019 Plan permits the granting of incentive and nonstatutory stock options, stock appreciation rights, restricted stock awards, restricted stock unit awards, and other stock awards, collectively referred to as “share-based awards.” On September 10, 2020, the Company’s stockholders approved an amendment and restatement of the 2019 Equity Incentive Plan (2019 First Amended Plan) to increase the number of shares reserved for issuance by 4,700,000 shares, establish a one-year minimum vesting requirement for awards granted on or after September 10, 2020, and change the “fungible share 11Table of Contentscounting ratio” used to calculate the increase or reduction in the number of shares available for issuance under the 2019 First Amended Plan. On August 24, 2022, the Company’s stockholders approved an amendment and restatement of the 2019 Equity Incentive Plan (2019 Second Amended Plan) to increase the number of shares reserved for issuance by 7,000,000 shares, and change the “fungible share counting ratio” used to calculate the increase or reduction in the number of shares available for issuance under the 2019 Second Amended Plan. On September 14, 2023, the Company’s stockholders approved an amendment and restatement to the 2019 First Amended Plan (2019 Third Amended Plan) to further increase the number of shares reserved for issuance by 5,900,000 shares and changed the “fungible share counting ratio” used to calculate the increase or reduction in the number of shares available for issuance under the 2019 Third Amended Plan. On September 12, 2024, the Companyæ”™s stockholders approved an amendment and restatement to the 2019 First Amended Plan (2019 Fourth Amended Plan) to further increase the number of shares reserved for issuance by 3,400,000. At September 12, 2024, the effective date of the 2019 Fourth Amended Plan, there was a total of 7,947,545 shares reserved for issuance under the 2019 Fourth Amended Plan, which consisted of 3,400,000 new shares plus 4,547,545 shares that remained available for grant under the 2019 Third Amended Plan. The Company refers to the 2019 Plan, 2019 First Amended Plan, 2019 Second Amended Plan, 2019 Third Amended Plan and 2019 Fourth Amended Plan collectively as the “Amended 2019 Plan”. At December31, 2024, an aggregate of 8,148,350 shares remained available for grant under the Amended 2019 Plan.Periodically, the Company grants share-based awards to employees, officers, and directors of the Company and its subsidiaries. Additionally, the Company periodically grants performance-based restricted stock units to certain executive officers that vest based upon the Company’s total shareholder return as compared to the Russell 2000 Index over a three-year period. The performance-based restricted stock units are valued using the Monte Carlo Simulation model. The measurement and recognition of compensation expense is based on estimated fair values for all share-based payment awards made to its employees and directors. Share-based award grants are generally measured at fair value on the date of grant based on the number of shares granted and the quoted price of the Company’s common stock. Such value is recognized as a cost of revenue or an operating expense over the corresponding vesting period.The following is a summary of share-based compensation expense including restricted stock units and performance-based restricted stock units granted pursuant to the Company’s Amended 2007 Plan and the Amended 2019 Plan, and employee stock purchases made under the Company’s 2011 Amended and Restated Employee Stock Purchase Plan (ESPP), based on estimated fair values within the applicable cost and expense lines identified below (in thousands):Three Months EndedNine Months EndedDecember 31, December 31, A 2024202320242023Cost of product revenue\$287A \$306A \$1,013A \$1,027A Cost of service revenue1,909A 2,069A 6,703A 6,897A Research and development4,074A 4,498A 13,894A 14,872A Sales and marketing5,071A 5,680A 17,850A 19,639A General and administrative3,161A 3,811A 11,126A 12,218A \$14,502A \$16,364A \$50,586A \$54,653A Employee Stock Purchase Plan æ” The Company maintains the ESPP for all eligible employees as described in the Company’s Annual Report on Form 10-K for the year ended March31, 2024. Under the ESPP, shares of the Company’s common stock may be purchased on the last day of each bi-annual offering period at 85% of the fair value on the last day of such offering period. The offering periods run from March31st through August31st and from September31st through the last day of FebruaryA each year. During the nine months ended December 31, 2024, employees purchased 213,098 shares under the ESPP and the fair value per share was \$21.48.NOTE 5 æ” CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTSThe Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents and those investments with original maturities greater than three months to be marketable securities. Cash and cash equivalents mainly consisted of U.S. government and municipal obligations, commercial paper, money market instruments and cash maintained with various financial institutions at December31, 2024 and March31, 2024.12Table of ContentsMarketable SecuritiesThe following is a summary of marketable securities held by NetScout at December31, 2024, classified as short-term and long-term (in thousands):AmortizedCostUnrealizedLossesFairValueType of security:U.S. government and municipal obligations\$987A \$æ”A \$987A Commercial paper13,130A æ”A \$13,130A Certificates of deposit510A æ”A \$510A Total short-term marketable securities14,627A æ”A \$14,627A U.S. government and municipal obligations1,016A (11),015A Total long-term marketable securities1,016A (11),015A Total marketable securities\$15,643A (\$1)\$15,642A The following is a summary of marketable securities held by NetScout at March31, 2024, classified as short-term and long-term (in thousands):AmortizedCostUnrealizedLossesFairValueType of security:U.S. government and municipal obligations\$10,523A (\$26)\$10,497A Commercial paper8,648A æ”A \$8,648A Certificates of deposit2,807A æ”A \$2,807A Total short-term marketable securities21,978A (26)21,952A U.S. government and municipal obligations1,004A (10)994A Total long-term marketable securities1,004A (10)994A Total marketable securities\$22,982A (\$36)\$22,946A Contractual maturities of the Company’s marketable securities held at December31, 2024 and March31, 2024 are as follows (in thousands):December 31, 2024March 31, 2024Available-for-sale securities:Due in 1 year or less\$14,627A \$21,952A Due after 1 year through 5 years1,015A 994A \$15,642A \$22,946A InvestmentsIn February 2023, the Company entered into a forward share purchase agreement with Napatech A/S (Napatech), a publicly traded Danish company registered on the Oslo stock exchange, to purchase approximately 6.2A million shares of Napatech’s common stock for \$7.5A million. In April 2023, the Company settled the forward share purchase contract with Napatech in exchange for approximately 6.2A million shares of Napatech’s common stock and recorded a \$0.2A million change in the fair value of the derivative instrument in other income (expense), net within the Company’s consolidated statement of operations during the nine months ended December 31, 2023. As part of the agreement, the Company received the right to designate a representative to be nominated for election to the Napatech Board of Directors, which was approved by Napatech’s Nomination Committee in April 2023. The Company accounts for this investment under the equity method and has elected to apply the fair value option to the investment. The Company records the investment at fair value at the end of each period based on the closing price of Napatech’s stock and any change in fair value during the period is recorded in other income (expense), net within the Company’s consolidated statement of operations. At December31, 2024 and March 31, 2024, the fair value of the investment in Napatech was \$13.9A million and \$11.5A million, respectively, and was included in marketable securities and investments in the Company’s consolidated balance sheet. During the nine months ended December 31, 2024 and 2023, the Company recognized a \$2.9A million gain and a \$1.8A million gain, respectively, in the fair value of the equity investment in 13Table of ContentsNapatech in other income (expense), net within the Company’s consolidated statement of operations. For the nine months ended December 31, 2024, the unrealized loss related to foreign currency translation on the equity investment in Napatech was \$0.5A million. For the nine months ended December 31, 2023, the unrealized gain related to foreign currency translation on the equity investment in Napatech was immaterial. NOTE 6 æ” FAIR VALUE MEASUREMENTSThe fair value hierarchy has three levels based on the reliability of the inputs used to determine fair value. Level 1 refers to fair values determined based on quoted prices in active markets for identical assets. Level 2 refers to fair values estimated using significant other observable inputs, and Level 3 includes fair values estimated using significant non-observable inputs. The following tables present the Company’s financial assets and liabilities measured on a recurring basis using the fair value hierarchy at December31, 2024 and March31, 2024 (in thousands):Fair Value Measurements at December 31, 2024A Level 1Level 2Level 3TotalASSETS:Cash and cash equivalents\$373,633A \$24,728A \$æ”A \$398,361A U.S. government and municipal obligations2,002A æ”A æ”A \$2,002A Commercial paperæ”A \$13,130A æ”A \$13,130A Certificates of depositæ”A \$510A æ”A \$510A Equity investment in Napatech13,909A æ”A æ”A \$13,909A \$389,544A \$38,368A \$æ”A \$427,912A LIABILITIES:Derivative financial instruments\$æ”A \$(324)\$æ”A \$(324)\$æ”A \$(324)Fair Value Measurements at March 31, 2024A Level 1Level 2Level 3TotalASSETS:Cash and cash equivalents\$381,829A \$7,845A \$æ”A \$389,674A U.S. government and municipal obligations8,985A 2,506A æ”A \$11,491A Commercial paperæ”A \$8,648A æ”A \$8,648A Certificates of depositæ”A \$2,807A æ”A \$2,807A Equity investment in Napatech11,507A æ”A æ”A \$11,507A Derivative financial instruments\$æ”A \$11A æ”A \$11A \$402,321A \$21,817A \$æ”A \$424,138A LIABILITIES:Derivative financial instruments\$æ”A \$(74)\$æ”A \$(74)\$æ”A \$(74)\$æ”A \$(74)This hierarchy requires the Company to use observable market data, when available, and to minimize the use of unobservable inputs when determining fair value. On a recurring basis, the Company measures certain financial assets and liabilities at fair value, including marketable securities and derivative financial instruments.The Company’s Level 1 investments are classified as such because they are valued using quoted market prices or alternative pricing sources with reasonable levels of price transparency.The Company’s Level 2 investments are classified as such because they are valued using observable inputs other than Level 1 quoted prices that are observable for the asset or liability, either directly or indirectly, including quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets in markets that are not active.14Table of ContentsNOTE 7 æ” INVENTORIES AND DEFERRED COSTSInventories are stated at the lower of actual cost or net realizable value. Cost is determined by using the first in, first out (FIFO) method. Inventories consist of the following (in thousands):December 31, 2024March 31, 2024Raw materials\$6,540A \$8,175A Work in process786A 545A Finished goods3,830A 4,160A Deferred costs3,258A 1,215A \$14,414A \$14,095A NOTE 8 - DIVESTITURESBusiness DivestitureOn September 8, 2023, the Company entered into an Asset Purchase Agreement to divest its Test Optimization business (TO Business) for a purchase price of \$7.8A million, inclusive of a working capital adjustment. The Company recorded a gain of \$3.8A million on the divestiture during the nine months ended December 31, 2023. The Company determined that the sale of the TO Business did not represent a strategic shift and will not have a major effect on its consolidated results of operations, financial position or cash flow. Accordingly, the Company has not presented the sale as a discontinued operation in the consolidated financial statements.NOTE 9 æ” GOODWILL AND INTANGIBLE ASSETSGoodwillThe Company has one reporting unit. Goodwill is tested for impairment at a reporting unit level at least annually, as of January 31, or on an interim basis if an event occurs or circumstances change (a “Triggering Event”) that would, more likely than not, reduce the fair value of the reporting unit below its carrying value. During fiscal year 2024, the Company recorded \$217.3A million in goodwill impairment charges as a result of the sustained decline in the Company’s stock price and overall market capitalization. During the first quarter of fiscal year 2025, due to the continued decrease in the Company’s stock price and overall market capitalization, along with other qualitative considerations including the continued impact from the conditions in the macroeconomic environment, it was determined a Triggering Event occurred, indicating goodwill may be impaired. Accordingly, the Company conducted a quantitative impairment test of its goodwill at June 30, 2024. The Company estimated the implied fair value of its goodwill using a market approach. As a result of the quantitative impairment test performed during the first quarter of fiscal year 2025, the Company determined goodwill was impaired and recorded a goodwill impairment charge of \$427.0A million during the three months ended June 30, 2024. The additional impairment charge recorded in the first quarter of fiscal year 2025 was primarily due to the continued decrease in the Company’s stock price from March 31, 2024 to June 30, 2024, an increase in the Company’s weighted-average cost of capital, and the refinement to the expected cost synergies that could be realized by a hypothetical buyer as a result of the voluntary separation program (VSP) implemented by the Company in the first quarter of fiscal year 2025, which impacted the company-specific control premium used to determine the fair value of the reporting unit under the market approach. At September 30, 2024 and December 31, 2024, the Company performed a Triggering Event assessment and concluded no events or circumstances occurred that indicated goodwill was further impaired.Throughout the remainder of the fiscal year 2025, the Company will continue to monitor relevant facts and circumstances, including future changes in its stock price. The Company may be required to record additional goodwill impairment charges. While management cannot predict if or when additional goodwill impairments may occur, future goodwill impairments could have material adverse effects on the Company’s results of operations and financial condition.At December31, 2024 and March31, 2024, the carrying amounts of goodwill were \$1.1 billion and \$1.5A billion, respectively. The change in the carrying amount of goodwill for the nine months ended December 31, 2024 was due to the impairment of goodwill, and the impact of foreign currency translation adjustments related to asset balances that are recorded in currencies other than the U.S. Dollar.15Table of ContentsThe following table summarizes the changes in the carrying amount of goodwill for the nine months ended December 31, 2024 as follows (in thousands):Balance at March31, 2024\$1,502,820A A A A A Goodwill impairment(426,967)A A A A Foreign currency translation impact3,258A Balance at December31, 2024\$1,079,111A Intangible AssetsThe net carrying amounts of intangible assets were \$270.0 million and \$308.7 million at December31, 2024 and March31, 2024, respectively. Intangible assets acquired in a business combination are recorded under the acquisition method of accounting at their estimated fair values at the date of acquisition. The Company amortizes acquired intangible assets over their estimated useful lives. The Company reviews definite-lived intangible assets for impairment when an event occurs that may indicate potential impairment. In connection with the goodwill impairment analysis performed at June 30, 2024, the Company conducted an impairment test of its definite-lived intangible assets at June 30, 2024. Based on this assessment, the Company concluded that the carrying values of the Company’s definite-lived intangible assets were recoverable. At September 30, 2024 and December 31, 2024, the Company performed a Triggering Event assessment and concluded no events or circumstances occurred that indicated intangible assets may be impaired. However, if future events occur or if business conditions deteriorate, the Company may be required to record an impairment loss, and or accelerate the amortization of definite-live intangible assets in the future, which could be material to its results of operations and financial condition.Intangible assets include the following amortizable intangible assets at December31, 2024 (in thousands):CostAccumulatedAmortizationNetDeveloped technology\$247,348A (\$240,425)\$6,923A Customer relationships760,250A (\$56,283)253,967A Distributor relationships and technology licenses5,043A (3,883)1,160A Definite-lived trademark and trade name57,537A (49,731)7,806A Core technology7,192A (7,192)æ”A Capitalized software 3,317A (3,317)æ”A Other1,208A (1,037)171A \$1,081,895A (\$811,868)\$270,027A Intangible assets include the following amortizable intangible assets at March31, 2024 (in thousands):CostAccumulatedAmortizationNetDeveloped technology\$248,385A (\$238,470)\$9,915A Customer relationships763,943A (475,592)288,351A Distributor relationships and technology licenses7,785A (7,463)322A Definite-lived trademark and trade name57,699A (47,814)9,885A Core technology7,192A (7,192)æ”A Capitalized software 3,317A (3,317)æ”A Other1,208A (1,022)186A \$1,089,529A (\$780,870)\$308,659A 16Table of ContentsAmortization included as cost of product revenue consists of amortization of developed technology, and distributor relationships and technology licenses. Amortization included as operating expense consists of all other intangible assets. The following table provides a summary of amortization expense for the three and nine months ended December31, 2024 and 2023, respectively (in thousands):Three Months EndedNine Months EndedDecember 31, December 31, A 2024202320242023Amortization of intangible assets included as: A A A Cost of product revenue\$1,098A \$1,907A \$3,437A \$5,733A A A A Operating expense11,606A 12,538A 34,872A 37,805A \$12,704A \$14,445A \$38,309A \$43,538A The following is the expected future amortization expense at December31, 2024 for the fiscal years ending March31, 2024 as follows (in thousands):2025 (remaining three months)\$12,624A 202646,561A 202743,689A 202840,737A 202931,349A Thereafter95,067A \$270,027A NOTE 10 æ” DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIESNetScout operates internationally and, in the normal course of business, is exposed to fluctuations in foreign currency exchange rates.A The exposures result from costs that are denominated in currencies other than the U.S. Dollar, primarily the Euro, British Pound, Canadian Dollar, and Indian Rupee.A The Company manages its foreign cash flow risk by hedging forecasted cash flows

for operating expenses denominated in foreign currencies for up to twelve months, within specified guidelines through the use of forward contracts. The Company enters into foreign currency exchange contracts to hedge cash flow exposures from costs that are denominated in currencies other than the U.S. Dollar. These hedges are designated as cash flow hedges at inception. NetScout also periodically enters into forward contracts to manage exchange rate risks associated with certain third-party transactions and for which the Company does not elect hedge accounting treatment as there is no difference in the timing of gain or loss recognition on the hedging instrument and the hedged item. All of the Company's derivative instruments are utilized for risk management purposes, and the Company does not use derivatives for speculative trading purposes. These contracts will mature over the next twelve months and are expected to impact earnings on or before maturity.

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The notional amounts and fair values of derivative instruments in the consolidated balance sheets at December 31, 2024 and March 31, 2024 were as follows (in thousands):

	Notional Amounts (a)	Prepaid Expenses and Other Current Assets	Accrued Other
December 31, 2024	March 31, 2024	December 31, 2024	March 31, 2024
Derivatives Designated as Hedging Instruments	\$10,333A	\$11,676A	\$11A
Derivatives Not Designated as Hedging Instruments	\$334A	\$74A	\$324A

Derivatives Not Designated as Hedging Instruments: The following table provides the effect that foreign exchange forward contracts designated as hedging instruments had on other comprehensive income (OCI) and results of operations for the three months ended December 31, 2024 and 2023 (in thousands):

	Gain (Loss) Recognized in OCI on Derivative (a)	Gain Reclassified from Accumulated OCI into Income (b)
December 31, 2024	December 31, 2023	December 31, 2024
Forward contracts	\$(576)	\$250A
Research and development	\$7A	\$1A
Sales and marketing	\$107A	\$38A
	\$(576)	\$250A

The amount represents the change in fair value of derivative contracts due to changes in spot rates. (b) The amount represents reclassification from other comprehensive income to earnings that occurs when the hedged item affects earnings. The following table provides the effect that foreign exchange forward contracts not designated as hedging instruments had on the Company's results of operations for the three months ended December 31, 2024 and 2023 (in thousands):

	Loss recognized in Income (a)	Location
December 31, 2024	December 31, 2023	Forward contracts
General and administrative	\$(5)	\$(5)

The amount represents the change in fair value of derivative contracts due to changes in spot rates. NOTE 11

LONG-TERM DEBT

On July 27, 2021, the Company amended and extended its existing credit facility (as amended, the Second Amended and Restated Credit Agreement), which provided for a five-year, \$800.0A million senior secured revolving credit facility, including a letter of credit sub-facility of up to \$75.0A million. The commitments under the Second Amended and Restated Credit Agreement were set to expire on July 27, 2026, and any outstanding loans were due on that date. On May 13, 2024, the Company repaid \$25.0A million of borrowings under the Second Amended and Restated Credit Agreement. On October 4, 2024, the Company amended and restated the Second Amended and Restated Credit Agreement (as amended and restated, the Third Amended and Restated Credit Agreement) with a syndicate of lenders by and among: the Company, as borrower; certain subsidiaries of NetScout Systems, Inc., as borrower; JPMorgan Chase Bank, N.A., as administrative agent and collateral agent; JPMorgan Chase Bank, N.A., Bank of America, N.A., RBC Capital Markets, PNC Capital Markets LLC and Mizuho Bank, Ltd, as joint lead arrangers and joint bookrunners; TD Bank, N.A. and Silicon Valley Bank, a division of First-Citizens Bank & Trust Company, as co-documentation agents; and the lenders and issuing banks party thereto. The Third Amended and Restated Credit Agreement provides for a new five-year, \$600.0 million senior secured revolving credit facility, including a letter of credit sub-facility of up to \$75.0 million. The Company may elect to use the amended credit facility for working capital and other general corporate purposes (including to refinance revolving loans outstanding under the Second Amended and Restated Credit Agreement and to repurchase of shares of the Company's common stock). The commitments under the Third Amended and Restated Credit Agreement will expire on October 4, 2029, and any outstanding loans will be due on that date. In connection with the Third Amended and Restated Credit Agreement, the Company paid off the outstanding balance of \$75.0A million under the Second Amended and Restated Credit Agreement on October 4, 2024 by borrowing the same amount under the Third Amended and Restated Credit Agreement. Additionally, the Company recorded a loss on the extinguishment of debt of \$1.1A million, representing the write off of unamortized deferred financing costs, which was included in interest expense in the consolidated statements of operations for the three and nine months ended December 31, 2024. At December 31, 2024, \$75.0A million was outstanding under the Third Amended and Restated Credit Agreement. On February 3, 2025, the Company paid the outstanding balance of \$75.0A million in full under the Third Amended and Restated Credit Agreement. At the Company's election, revolving loans under the Third Amended and Restated Credit Agreement bear interest at either (a) a term SOFR rate plus a credit spread adjustment of 0.10% or (b) an Alternate Base Rate (defined in a customary manner), in each case plus an applicable margin. For the initial period until the Company has delivered financial statements for the quarter ended December 31, 2024, the applicable margin will be 1.00% per annum for term SOFR loans and 0% per annum for Alternate Base Rate loans, and thereafter the applicable margin will vary depending on the Company's consolidated gross leverage ratio, ranging from 1.00% per annum for Alternate Base Rate loans and 2.00% per annum for term SOFR loans if the Company's consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0% per annum for Alternate Base Rate loans and 1.00% per annum for term SOFR loans if the Company's consolidated gross leverage ratio is equal to or less than 1.50 to 1.00. The Company's consolidated gross leverage ratio is the ratio of its consolidated total debt compared to its consolidated EBITDA as defined in the Third Amended and Restated Credit Agreement (consolidated adjusted EBITDA). Consolidated adjusted EBITDA includes certain adjustments, including, without limitation, adjustments relating to extraordinary, unusual or non-recurring charges, certain restructuring charges, non-cash charges, certain transaction costs and expenses and certain pro forma adjustments in connection with material acquisitions and dispositions, all as set forth in detail in the Third Amended and Restated Credit Agreement. 19

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Commitment fees will accrue on the daily unused amount of the credit facility. For the initial period until the Company has delivered financial statements for the quarter ended December 31, 2024, the commitment fee will be 0.15% per annum, and thereafter the commitment fee will vary depending on the Company's consolidated gross leverage ratio, ranging from 0.30% per annum if the Company's consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0.15% per annum if the Company's consolidated gross leverage ratio is equal to or less than 1.50 to 1.00. Letter of credit participation fees are payable to each lender providing the letter of credit sub-facility on the amount of such lender's letter of credit exposure, during the period from the closing date of the Third Amended and Restated Credit Agreement to, but excluding, the date which is the later of (i) the date on which such lender's commitment terminates or (ii) the date on which such lender ceases to have any letter of credit exposure, at a rate per annum equal to the applicable margin for term SOFR loans. Additionally, the Company will pay a fronting fee to each issuing bank in amounts to be agreed to between the Company and the applicable issuing bank. Interest on Alternate Base Rate loans is payable at the end of each calendar quarter. Interest on term SOFR loans is payable at the end of each interest rate period or at the end of each three-month interval within an interest rate period if the period is longer than three months. The Company may also prepay loans under the Third Amended and Restated Credit Agreement at any time, without penalty, subject to certain notice requirements. The loans and other obligations under the credit facility are (a) guaranteed by each of the Company's wholly-owned material domestic restricted subsidiaries, subject to certain exceptions, and (b) are secured by substantially all of the assets of the Company and the subsidiary guarantors, including a pledge of all the capital stock of material subsidiaries held directly by the Company and the subsidiary guarantors (which pledge, in the case of any foreign subsidiary, is limited to 65% of the voting stock), subject to certain customary exceptions and limitations. The Third Amended and Restated Credit Agreement generally prohibits any other liens on the assets of the Company and its restricted subsidiaries, subject to certain exceptions as described in the Third Amended and Restated Credit Agreement. The Third Amended and Restated Credit Agreement contains certain covenants applicable to the Company and its restricted subsidiaries, including, without limitation, limitations on additional indebtedness, liens, various fundamental changes, dividends and distributions, investments (including acquisitions), transactions with affiliates, asset sales, including sale-leaseback transactions, speculative hedge agreements, payment of junior financing, changes in business and other limitations customary in senior secured credit facilities. The Third Amended and Restated Credit Agreement provides for certain baskets that are available to the Company and its restricted subsidiaries to incur additional indebtedness, to repay junior financing, for asset sales and to make investments and restricted payments. Such baskets are substantially similar to the baskets set forth in the Company's previously amended credit agreement. The Third Amended and Restated Credit Agreement requires the Company to maintain a certain consolidated net leverage ratio. The Company's consolidated net leverage ratio is the ratio of its Consolidated Total Debt minus the lesser of unrestricted cash and 125% of adjusted consolidated EBITDA compared to its adjusted consolidated EBITDA. The Company's maximum consolidated net leverage ratio is 4.00 to 1.00. These covenants and limitations are more fully described in the Third Amended and Restated Credit Agreement. At December 31, 2024, the Company was in compliance with all covenants, including the specified total consolidated net leverage ratio range of 4.00 to 1.00. The Third Amended and Restated Credit Agreement provides that events of default will exist in certain circumstances, including failure to make payment of principal or interest on the loans when required, failure to perform certain obligations under the Third Amended and Restated Credit Agreement and related documents, defaults under certain other indebtedness, certain insolvency events, certain events arising under ERISA, a change of control and certain other events. Upon an event of default, the administrative agent may, or at the request of the holders of more than 50% in principal amount of the loans and commitments shall, terminate the commitments and accelerate the maturity of the loans and enforce certain other remedies under the Third Amended and Restated Credit Agreement and the other loan documents. The Company had unamortized capitalized debt issuance costs, net of \$3.1 million at December 31, 2024, which are being amortized over the life of the revolving credit facility. The unamortized capitalized debt issuance costs balance of \$0.7 million was included as prepaid expenses and other current assets and a balance of \$2.4 million was included as other assets in the Company's consolidated balance sheet at December 31, 2024. NOTE 12

RESTRUCTURING CHARGES

During the first quarter of fiscal year 2025, the Company implemented a voluntary separation program (VSP) for employees who met certain age and service requirements to reduce overall headcount. As a result of the related workforce reduction, during the three months and nine months ended December 31, 2024, the Company recorded restructuring charges totaling \$0.6A million and \$19.6A million, respectively, related to one-time termination benefits for one hundred forty-two employees who voluntarily terminated their employment with the Company during the nine months ended December 31, 2024. All one-time termination benefits are expected to be paid in full by the end of the fiscal year ending March 31, 2025. 20

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During the third quarter of fiscal year 2025, the Company entered into transition agreements that provided termination benefits for certain employees to ensure an orderly transition of responsibilities for continuity purposes. As a result of the related workforce changes, during the three months and nine months ended December 31, 2024, the Company recorded restructuring charges totaling \$0.3A million. The Company estimates that approximately \$0.6A million, \$1.0A million and \$0.1A million in additional restructuring charges will be recorded in the fiscal years ending March 31, 2025, 2026 and 2027, respectively, related to one-time termination benefits for the ten employees who continue to render services to the Company. A majority of the one-time termination benefits are expected to be paid in full by the end of the second quarter of fiscal year ending March 31, 2026, with the remaining amounts expected to be paid in full by the end of the fiscal year ending March 31, 2027. The following table provides a summary of the activity related to the restructuring plan and the related restructuring liability (in thousands):

	FY25 VSPQ3	FY25 Plan	Employee-related	Employee-related	TOTAL	Balance at																																																																																																								
December 31, 2024	\$178A	\$291A	\$469A	NOTE 13	\$6" LEASES	The Company determines if an arrangement is a lease at inception. Right-of-use (ROU) assets represent the Company's right to use an underlying asset for the duration of the lease term. Lease liabilities represent the Company's contractual obligation to make lease payments over the lease term. The Company's policy is to combine lease and non-lease components and to not recognize ROU assets and lease liabilities for short-term leases. Leases with an initial term of twelve months or less are classified as short-term leases. ROU assets are recorded and recognized at commencement for the lease liability amount, plus initial direct costs incurred less lease incentives received. Lease liabilities are recorded at the present value of future lease payments over the lease term at commencement. The discount rate used is generally the Company's estimated incremental borrowing rate unless the lessor's implicit rate is readily determinable. Incremental borrowing rates are calculated periodically to estimate the rate the Company would pay to borrow the funds necessary to obtain an asset of similar value over a similar term. Lease expenses relating to operating leases are recognized on a straight-line basis over the lease term. The Company has operating leases for administrative, research and development, sales and marketing and manufacturing facilities and equipment under various non-cancelable lease agreements. The Company's leases have remaining lease terms ranging from 1 year to 7 years. The Company's lease terms may include options to extend or terminate the lease where it is reasonably certain that the Company will exercise those options. The Company considers several economic factors when making this determination, including but not limited to, the significance of leasehold improvements incurred in the office space, the difficulty in replacing the asset, underlying contractual obligations, or specific characteristics unique to a particular lease. The Company's lease agreements do not contain any material residual value guarantees or material restrictive covenants. The Company has asset retirement obligations (ARO) to return certain leased facilities to their original condition at the end of the respective lease term. The estimated fair value of these ARO liabilities is recognized in the period in which the liability is generated and a corresponding increase to the carrying value of the related asset is recorded and depreciated over the useful life of the asset. The Company's estimates of its ultimate AROs could change because of changes in regulations, the extent of environmental remediations required, the means of reclamation, cost estimates, exit or disposal activities or time period estimates. ARO liabilities totaled \$2.1A million and \$2.3A million at December 31, 2024 and March 31, 2024, respectively. There was a balance of \$2.1A million included in other long-term liabilities in the consolidated balance sheets at December 31, 2024, and a balance of \$0.1A million included in accrued other and a balance of \$2.2A million included in other long-term liabilities in the consolidated balance sheets at March 31, 2024. Accretion expense related to these liabilities was not material for any periods presented. Most of the Company's lease agreements contain variable payments, primarily for common area maintenance (CAM), which are expensed as incurred and not included in the measurement of the ROU assets and lease liabilities. 21 Table of Contents The components of operating lease cost for the three and nine months ended December 31, 2024 and 2023, respectively, were as follows (in thousands): <table><thead><tr><th></th><th>Three Months Ended</th><th>Nine Months Ended</th></tr></thead><tbody><tr><td>December 31, 2024</td><td>December 31, 2023</td><td>December 31, 2024</td></tr><tr><td>Operating lease cost</td><td>under long-term operating leases</td><td>\$2,962A</td></tr><tr><td></td><td>\$3,027A</td><td>\$8,889A</td></tr><tr><td></td><td>\$9,113A</td><td>Lease cost under short-term operating leases</td></tr><tr><td></td><td>334A</td><td>402A</td></tr><tr><td></td><td>993A</td><td>1,240A</td></tr><tr><td></td><td>Variable lease cost under short-term and long-term operating leases</td></tr><tr><td></td><td>1,074A</td><td>941A</td></tr><tr><td></td><td>3,152A</td><td>3,142A</td></tr><tr><td></td><td>Total operating lease cost</td></tr><tr><td></td><td>\$4,370A</td><td>\$13,034A</td></tr><tr><td></td><td>\$13,495A</td><td>The table below presents supplemental cash flow information related to leases during the nine months ended December 31, 2024 and 2023 (in thousands):</td></tr><tr><td></td><td>Nine Months Ended</td><td>December 31, 2024</td></tr><tr><td></td><td>2023</td><td>Right-of-use assets obtained in exchange for new operating lease liabilities</td></tr><tr><td></td><td>\$2,080A</td><td>\$1,362A</td></tr><tr><td></td><td>At December 31, 2024 and March 31, 2024, the weighted average remaining lease term in years and weighted average discount rate were as follows:</td></tr><tr><td></td><td>December 31, 2024</td><td>March 31, 2024</td></tr><tr><td></td><td>Weighted average remaining lease term in years - operating leases</td></tr><tr><td></td><td>4.925</td><td>3.32</td></tr><tr><td></td><td>Weighted average discount rate - operating leases</td></tr><tr><td></td><td>4.3A</td><td>%</td></tr><tr><td></td><td>4.2A</td><td>%</td></tr><tr><td></td><td>Future minimum payments under non-cancelable leases at December 31, 2024 are as follows (in thousands):</td></tr><tr><td></td><td>Year ending March 31, 2025 (remaining three months)</td></tr><tr><td></td><td>\$2,318A</td></tr><tr><td></td><td>2026</td></tr><tr><td></td><td>\$1,913A</td></tr><tr><td></td><td>2027</td></tr><tr><td></td><td>\$792A</td></tr><tr><td></td><td>2028</td></tr><tr><td></td><td>\$679A</td></tr><tr><td></td><td>2029</td></tr><tr><td></td><td>\$821A</td></tr><tr><td></td><td>Thereafter</td></tr><tr><td></td><td>\$9,715A</td></tr><tr><td></td><td>Total lease payments</td></tr><tr><td></td><td>\$47,238A</td></tr><tr><td></td><td>Less imputed interest</td></tr><tr><td></td><td>(4,481)A</td></tr><tr><td></td><td>Present value of lease liabilities</td></tr><tr><td></td><td>\$42,757A</td></tr><tr><td></td><td>NOTE 14</td></tr></tbody></table> COMMITMENTS AND CONTINGENCIES As previously disclosed, in March 2016, Packet Intelligence LLC (Packet Intelligence or Plaintiff) filed a Complaint against NetScout and two subsidiary entities in the United States District Court for the Eastern District of Texas asserting infringement of five United States patents. A Plaintiff's Complaint alleged that legacy Tektronix GeoProbe products, including the G10 and GeoBlade products, infringed these patents. A NetScout filed an Answer denying Plaintiff's allegations and asserting that Plaintiff's patents were, among other things, invalid, not infringed, and unenforceable due to inequitable conduct. A In October 2017, a jury rendered a verdict finding in favor of the Plaintiff and that Plaintiff was entitled to \$3.5 million for pre-suit damages and \$2.3 million for post-suit damages. A In September 2018, the Court entered judgment and "enhanced" the jury verdict in the amount of \$2.8 million as a result of a jury finding. The judgment also awarded pre- and post-judgment interest, and a running royalty on the G10 and GeoBlade products until the expiration of the patents at issue, the last date being June 2022. Following the entry of final judgment, NetScout appealed, and in July 2020, the Court of Appeals for the Federal Circuit (Federal		Three Months Ended	Nine Months Ended	December 31, 2024	December 31, 2023	December 31, 2024	Operating lease cost	under long-term operating leases	\$2,962A		\$3,027A	\$8,889A		\$9,113A	Lease cost under short-term operating leases		334A	402A		993A	1,240A		Variable lease cost under short-term and long-term operating leases		1,074A	941A		3,152A	3,142A		Total operating lease cost		\$4,370A	\$13,034A		\$13,495A	The table below presents supplemental cash flow information related to leases during the nine months ended December 31, 2024 and 2023 (in thousands):		Nine Months Ended	December 31, 2024		2023	Right-of-use assets obtained in exchange for new operating lease liabilities		\$2,080A	\$1,362A		At December 31, 2024 and March 31, 2024, the weighted average remaining lease term in years and weighted average discount rate were as follows:		December 31, 2024	March 31, 2024		Weighted average remaining lease term in years - operating leases		4.925	3.32		Weighted average discount rate - operating leases		4.3A	%		4.2A	%		Future minimum payments under non-cancelable leases at December 31, 2024 are as follows (in thousands):		Year ending March 31, 2025 (remaining three months)		\$2,318A		2026		\$1,913A		2027		\$792A		2028		\$679A		2029		\$821A		Thereafter		\$9,715A		Total lease payments		\$47,238A		Less imputed interest		(4,481)A		Present value of lease liabilities		\$42,757A		NOTE 14
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Circuit) issued a decision vacating the \$3.5 million pre-suit damages award, affirming the \$2.3 million post-suit 22Table of Contentsdamages award, vacating the \$2.8 million enhancement award, and remanding to the district court to determine what, if any, enhancement should be awarded. In March 2021, NetScout filed a petition for a writ of certiorari to the United States Supreme Court, which was denied, challenging, among other issues, the basis for enhanced damages and the patentability of the claimed technology. On September 8 and 9, 2021, in proceedings initiated by third parties that did not involve NetScout, the Patent Trial and Appeal Board (PTAB) invalidated all the patent claims that were also asserted against NetScout in this case. After the PTAB decisions were issued, NetScout moved, among other things, to dismiss the case and enter judgment in its favor on the grounds that the PTAB decisions invalidating the asserted claims precluded Plaintiff from continuing to assert its patent infringement causes of action and from seeking damages from NetScout. The District Court denied NetScout’s motion with respect to its request to dismiss the case and enter judgment in its favor. The District Court entered an amended final judgment awarding Plaintiff \$2.3 million in post-suit damages, \$1.1 million in enhanced damages, pre- and post-judgment interest, and a running royalty on the G10 and GeoBlade products until the expiration of the patents at issue, the last expiration date being June 2022. On July 20, 2022, NetScout filed a notice of appeal to the Federal Circuit from, among other things, the amended final judgment. On May 2, 2024, in a separate action the Federal Circuit affirmed the PTAB decisions, which as a result found that all of the patent claims asserted by Packet Intelligence against NetScout were invalid. Also on May 2, 2024, the Federal Circuit ruled in NetScout’s favor in its appeal, vacating the District Court’s final judgment and remanding the case to the District Court to dismiss the case against NetScout as moot. As a result, during the year ended March 31, 2024, NetScout concluded that the risk of loss associated with damages that may result from this case was remote and recorded a \$4.6 million reduction in contingent liabilities and legal fees. On June 26, 2024, the District Court issued its Order dismissing the case against NetScout.NOTE 15 “ PENSION BENEFIT PLANS

Certain of the Company’s non-U.S. employees participate in noncontributory defined benefit pension plans. None of the Company’s employees in the U.S. participate in any noncontributory defined benefit pension plans. In general, these plans are funded based on considerations relating to legal requirements, underlying asset returns, the plan’s funded status, the anticipated deductibility of the contribution, local practices, market conditions, interest rates and other factors. The following sets forth the components of the Company’s net periodic pension cost of the noncontributory defined benefit pension plans recorded in operating expenses in the consolidated statements of operations for the three and nine months ended December 31, 2024 and 2023, respectively, (in thousands):

Three Months Ended	Nine Months Ended	December 31, 2024	December 31, 2023
Service cost	\$46A	\$52A	\$142A
Interest cost	\$238A	\$253A	\$739A
Amortization of net gain	\$(113)	\$(235)	\$(686)
Net periodic pension cost	\$171A	\$70A	\$531A

During the nine months ended December 31, 2024, the Company made contributions of \$0.5 million to its defined benefit pension plans. During the fiscal year ended March 31, 2025, the Company’s cash contribution requirements for its defined benefit pension plans are expected to be less than \$1.0 million. As a majority of the participants within the Company’s plans are all active employees, the benefit payments are not expected to be material in the foreseeable future.

NOTE 16 “ TREASURY STOCK

On October 24, 2017, the Company’s Board of Directors approved a share repurchase program that enabled the Company to repurchase up to twenty-five million shares of its common stock (2017 Share Repurchase Program). A Through March 31, 2024, the Company repurchased all of the authorized 25,000,000 shares for \$694.1 million in the open market under the 2017 Share Repurchase Program. The Company repurchased 1,209,153 shares for \$33.6 million during the nine months ended December 31, 2023 under the 2017 Share Repurchase Program. On May 3, 2022, the Company’s Board of Directors approved an additional share repurchase program that enables the Company to repurchase up to twenty-five million shares of its common stock (2022 Share Repurchase Program). The 2022 Share Repurchase Program became effective in the third quarter of fiscal year 2024 when the 2017 Share Repurchase Program was completed. The Company is not obligated to acquire any specific amount of common stock within any particular timeframe as a result of the 2022 Share Repurchase Program. Through December 31, 2024, the Company repurchased 1,976,721 shares for \$41.6 million under the 2022 Share Repurchase Program. The Company repurchased 1,362,205 shares for \$25.3 million 23Table of Contentsunder this share repurchase program during the nine months ended December 31, 2024. At December 31, 2024, 23,023,279 shares of common stock remained available to be purchased under the current program. In connection with the delivery of shares of the Company’s common stock upon vesting of restricted stock units, the Company withheld 697,899A shares and 644,125 shares at a cost of \$13.8 million and \$19.2 million, respectively, related to minimum statutory tax withholding requirements on these restricted stock units during the nine months ended December 31, 2024 and 2023, respectively. These withholding transactions do not fall under the share repurchase programs described above, and therefore do not reduce the number of shares that are available for repurchase under those programs.

NOTE 17 “ NET INCOME (LOSS) PER SHARE

Calculations of the basic and diluted net income (loss) per share and potential common shares are as follows (in thousands, except for per share data):

Three Months Ended	Nine Months Ended	December 31, 2024	December 31, 2023
Numerator: Net income (loss)	\$48,810A	\$(132,577)	\$(385,539)
Denominator: Denominator for basic net income (loss) per share - weighted average common shares outstanding	71,737A	71,077A	71,551A
Dilutive common equivalent shares: Weighted average restricted stock units and performance-based restricted stock units	832A	“A	“A
Denominator for diluted net income (loss) per share - weighted average shares outstanding	72,569A	71,077A	71,551A
Net income (loss) per share: A	A	A	A
Basic net income (loss) per share	\$0.68A	\$(1.87)	\$(5.39)
Diluted net income (loss) per share	\$0.67A	\$(1.87)	\$(5.39)

The following table sets forth restricted stock units excluded from the calculation of diluted net income (loss) per share, since their inclusion would be anti-dilutive (in thousands):

Three Months Ended	Nine Months Ended	December 31, 2024	December 31, 2023
Restricted stock units	1,944A	561A	534A

78BA Basic net income (loss) per share is calculated by dividing net income (loss) by the weighted average number of shares outstanding during the period. Unvested restricted shares, although legally issued and outstanding, are not considered outstanding for purposes of calculating basic earnings per share. Diluted net income (loss) per share is calculated by dividing net income (loss) by the weighted average number of shares outstanding plus the dilutive effect, if any, of outstanding stock options, restricted shares and restricted stock units using the treasury stock method. The calculation of the dilutive effect of outstanding equity awards under the treasury stock method includes consideration of proceeds from the assumed exercise of stock options and unrecognized compensation expense as additional proceeds. As the Company incurred a net loss during the three months ended December 31, 2023, and the nine months ended December 31, 2024 and 2023, all outstanding restricted stock units and performance-based restricted stock units have an anti-dilutive effect and are therefore excluded from the computation of diluted weighted average shares outstanding.

NOTE 18 “ INCOME TAXES

Generally, the Company’s effective tax rate differs from the U.S. federal statutory income tax rate primarily due to foreign withholding taxes and U.S. taxation on foreign earnings, which are partially offset by research and development tax credits and the foreign derived intangible income deduction. The Company’s effective tax rates were 14.9% and 0.9% for the three months ended December 31, 2024 and 2023, respectively. A The effective tax rate for the three months ended December 31, 2024 differed from the effective tax rate for the three months ended December 31, 2023 primarily related to a decrease in the research and development tax credit and an increase in foreign withholding taxes. 24Table of ContentsThe Company’s effective tax rates were 0.4% and 3.3% for the nine months ended December 31, 2024 and 2023, respectively. A The effective tax rate for the nine months ended December 31, 2024 differed from the effective tax rate for the nine months ended December 31, 2023 primarily related to a decrease in the research and development tax credit, an increase in foreign withholding taxes and goodwill impairment incurred during the nine months ended December 31, 2024, which was not deductible for tax purposes.

NOTE 19 “ SEGMENT AND GEOGRAPHIC INFORMATION

The Company reports revenues and income under one reportable segment. The Company manages its business in the following geographic areas: United States, Europe, Asia and the rest of the world. The Company’s policies mandate compliance with economic sanctions and the export controls. Total revenue by geography is as follows (in thousands):

Three Months Ended	Nine Months Ended	December 31, 2024	December 31, 2023
United States	\$153,875A	\$123,732A	\$365,059A
Europe	\$46,619A	\$45,363A	\$110,107A
Asia	\$18,237A	\$17,257A	\$47,163A
Rest of the world	\$3,288A	\$1,720A	\$9,387A

\$252,019A \$218,072A \$617,692A \$626,012A The United States revenue includes sales to resellers in the United States. These resellers fulfill customer orders and may subsequently ship the Company’s products to international locations. Further, the Company determines the geography of its sales after considering where the contract originated. A majority of revenue attributable to locations outside of the United States is a result of export sales. Substantially all of the Company’s identifiable assets are located in the United States. NOTE 20 “ SUBSEQUENT EVENTS

The Company has evaluated subsequent events for adjustment to or disclosure in its consolidated financial statements through the date the consolidated financial statements were issued. Except as disclosed in Note 11, “Long-term Debt,” no other recordable or disclosable events occurred.

25Table of ContentsItem 2. A Management’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 in conjunction with the condensed consolidated financial statements and notes thereto included elsewhere in this Quarterly Report and in our Annual Report on Form 10-K for the fiscal year ended March 31, 2024, filed with the Securities and Exchange Commission. This discussion contains forward-looking statements that involve risks and uncertainties. When reviewing the discussion below, you should keep in mind the substantial risks and uncertainties that could impact our business. In particular, we encourage you to review the risks and uncertainties described in Part I, Item 1A “Risk Factors” in our Annual Report on Form 10-K for the fiscal year ended March 31, 2024. These risks and uncertainties could cause actual results to differ significantly from those projected in forward-looking statements contained in this report or implied by past results and trends. Forward-looking statements are statements that attempt to forecast or anticipate future developments in our business, financial condition or results of operations. See the section titled “Cautionary Statement Concerning Forward-Looking Statements” that appears at the beginning of this Quarterly Report. These statements, like all statements in this report, speak only as of the date of this Quarterly Report (unless another date is indicated), and, except as required by law, we undertake no obligation to update or revise these statements in light of future developments.

Overview

We are an industry leader with four decades of experience in providing service assurance and cybersecurity solutions that are based on our pioneering deep packet inspection technology at scale, which is used by many Fortune 500 companies to protect their digital business services against disruption. Service providers and enterprises, including local, state and federal government agencies, rely on our solutions to achieve the visibility and protection necessary to optimize network performance, ensure the delivery of high-quality, mission-critical applications and services, gain timely insight into the end user experience and to protect their networks from attack. With our offerings, customers can quickly, efficiently and effectively identify and resolve issues that result in downtime, interruptions to services, poor service quality or compromised data, thereby reducing meantime-to-resolution of issues and driving compelling returns on their investments in their networks and broader technology initiatives. Some of the more significant technology trends and catalysts for our business include the evolution of customers’ digital transformation initiatives such as the migration to cloud environments, the rapidly evolving cybersecurity threat landscape, artificial intelligence and business analytics advancements, and the 5G technology evolution in both the service provider and enterprise customer verticals. Our operating results are influenced by a number of factors, including, but not limited to, the volume, mix, and quantity of products and services sold, pricing, costs and availability of materials used in our products, growth in employee-related costs, including commissions, and the expansion of our operations. Factors that affect our ability to maximize our operating results include, but are not limited to, our ability to introduce and enhance existing products, the marketplace acceptance of those new or enhanced products, continued expansion into international markets, expansion into new or adjacent markets, development of strategic partnerships, competition, successful acquisition and integration efforts, and our ability to control costs, and make improvements in a highly competitive industry.

Global and Macroeconomic Conditions

We continue to closely monitor current global and macroeconomic conditions, including the impacts of the ongoing wars in Ukraine and the Middle East, global geopolitical tension, stock market volatility, industry-specific capital spending trends, exchange rate fluctuations, inflation, interest rates, and the risk of a recession, including the manner and extent to which they have impacted and could continue to impact our business, customers, employees, supply chain, and distribution network. The full extent of the impacts of these global and macroeconomic conditions remain uncertain. In response to the war in Ukraine, we ceased business operations in Russia, including sales, support on existing contracts and professional services. The macroeconomic environment remains challenging with constrained customer spending and we expect this to persist for the remainder of fiscal year 2025. As a result, we have continued our efforts to manage discretionary costs and align spending with the current environment while we continue to execute on our long-term strategic plans. Though we continue to monitor the impacts of evolving global and macroeconomic conditions on our business, we believe our current cash reserves and access to capital through our revolving credit facility leave us well-positioned to manage our business in today’s environment. We expect net cash provided by operations combined with cash, cash equivalents, marketable securities and investments and borrowing availability under our revolving credit facility to provide sufficient liquidity to fund current obligations, capital spending, debt service requirements and working capital requirements over at least the next twelve months. We continue to take actions to manage costs and increase productivity throughout our company, including managing discretionary spending and hiring activities, but are continuing to invest in areas that advance our business for the future. In addition to our cash equivalents, based on covenant levels at December 31, 2024, we had an incremental \$525A million available to us under our revolving credit facility.

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Total revenue decreased \$8.3 million, or 1%, for the nine months ended December 31, 2024 as compared to total revenue for the nine months ended December 31, 2023, which benefited from approximately \$48 million of backlog-related revenue. Excluding this factor, revenue would have increased on a year over year basis. The decrease in total revenue for the nine months ended December 31, 2024 as compared to total revenue for the nine months ended December 31, 2023 was a result of lower revenue from both service provider and enterprise customers from service assurance offerings, including radio frequency propagation modeling projects, due to industry-specific capital spending constraints, as well as a decrease in revenue from service provider customers from cybersecurity offerings, partially offset by an increase in revenue from enterprise customers from cybersecurity offerings. Our gross profit percentage remained flat at 78% during the nine months ended December 31, 2024, as compared with the nine months ended December 31, 2023, primarily due to lower sales volume offset by a shift in product mix to higher margin products and services. Net loss for the nine months ended December 31, 2024 was \$385.5 million, as compared with net loss for the nine months ended December 31, 2023 of \$115.3 million. The increase of \$270.2 million in net loss was primarily due to a \$259.9 million increase in goodwill impairment charges, a \$19.9 million increase from restructuring charges due to the restructuring programs implemented during the nine months ended December 31, 2024, an \$8.3 million decrease in revenue, a \$4.1 million increase in expenses related to trade shows, user conferences, and other events, a \$1.4 million increase from software licenses, and a \$1.2 million increase in legal fees. These increases to net loss were partially offset by a \$5.2 million decrease in amortization expense of intangible assets, a \$4.1 million net decrease in employee related expenses as a result of a decrease in headcount, partially offset by an increase in variable incentive compensation, a \$3.8 million gain on the divestiture of the Test Optimization business recognized in fiscal year 2024, a \$3.4 million decrease from depreciation expense, a \$2.2 million decrease in direct material costs, a \$2.2 million decrease in income tax expense, a \$1.5 million decrease in contractor fees, a \$1.4 million decrease in advertising expense, a \$1.2 million increase in interest income, a \$1.6 million increase in other income from the change in fair value of a foreign equity investment, and a \$1.0 million decrease in commissions expense. At December 31, 2024, we had cash, cash equivalents, marketable securities and investments (current and non-current) of \$427.9 million. This represents an increase of \$3.8 million from \$424.1 million at March 31, 2024. This increase was primarily due to \$76.1 million of net cash provided by operations, partially offset by \$25.3 million used to repurchase shares of our common stock, net \$25.0 million used to repay long-term debt, \$13.8 million used for tax withholdings on restricted stock units, \$4.0 million used for capital expenditures, \$2.5 million used for the payment of debt issuance costs, and \$1.3 million used to acquire technology licenses during the nine months ended December 31, 2024. Use of Non-GAAP Financial Measures

We supplement the United States generally accepted accounting principles (GAAP) financial measures we report in quarterly and annual earnings announcements, investor presentations and other investor communications by reporting the following non-GAAP measures: non-GAAP gross profit, non-GAAP income from operations, non-GAAP net income, non-GAAP net income per share (diluted) and non-GAAP earnings before interest and other expense, income taxes, depreciation, and amortization (EBITDA) from operations. Non-GAAP gross profit removes expenses related to the amortization of acquired intangible assets, share-based compensation expense, and acquisition-related depreciation expense. Non-GAAP income from operations removes the aforementioned adjustments to non-GAAP gross profit and also removes legal expenses related to civil judgments, gain on the divestiture of a business, goodwill impairment charges, and restructuring charges. Non-GAAP net income removes the foregoing adjustments related to non-GAAP income from operations, and also removes loss on extinguishment of debt and change in the fair value of derivative instrument, net of related income tax effects. Non-GAAP EBITDA from operations removes the aforementioned items related to non-GAAP income from operations and also removes non-acquisition related depreciation expense. These non-GAAP measures are not in accordance with GAAP, should not be considered an alternative for measures prepared in accordance with GAAP (revenue, gross profit, operating margin, net income and diluted net income per share), and may have limitations because they do not reflect all our results of operations as determined in accordance with GAAP. These non-

GAAP measures should only be used to evaluate the results of operations in conjunction with corresponding GAAP measures. The presentation of non-GAAP information is not meant to be considered superior to, in isolation from, or as a substitute for results prepared in accordance with GAAP. Management believes these non-GAAP financial measures will enhance the reader's overall understanding of our current financial performance and our prospects for the future by providing a higher degree of transparency for certain financial measures and providing a level of disclosure that helps investors understand how we plan and measure our business. We believe that providing these non-GAAP measures affords investors a view of our operating results that may be more easily compared to peer companies and also enables investors to consider our operating results on both a GAAP and non-GAAP basis during and following the integration period of our acquisitions. Presenting the GAAP measures on their own may not be indicative of our 27Table of Contentscore operating results. Furthermore, management believes that the presentation of non-GAAP measures when shown in conjunction with the corresponding GAAP measures provides useful information to management and investors regarding present and future business trends relating to our financial condition and results of operations. The following table reconciles gross profit, income (loss) from operations, net income (loss) and net income (loss) per share on a GAAP and non-GAAP basis for the three and nine months ended December 31, 2024 and 2023, respectively (dollars in thousands, except for per share data):

Three Months Ended	December 31, 2024	December 31, 2023	Revenue (GAAP and non-GAAP)	\$252,019	\$218,072	\$617,692	\$626,012	GAAP gross profit	\$50,407	\$17,448	\$484,654	\$488,940	Share-based compensation expense	2,196	2,375	7,161	7,924	Amortization of acquired intangible assets	994	1,636	2,985	4,912	Acquisition related depreciation expense	1	2	5	11	Non-GAAP gross profit	208,598	\$178,461	\$495,360	\$501,787	GAAP income (loss) from operations	\$61,713	\$(13,447)	\$(387,488)	\$(112,850)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,249	\$147,838	\$148,043	GAAP net income (loss)	\$48,810	\$(132,577)	\$(385,539)	\$(115,315)	Share-based compensation expense	14,502	16,364	50,586	54,653	Amortization of acquired intangible assets	12,595	14,169	37,842	42,702	Restructuring charges	923	1	19,895	1	1	Goodwill impairment	167,106	426,967	167,106	Acquisition related depreciation expense	13	12	36	108	Gain on divestiture of a business	1	1	1	1	Legal expenses related to civil judgments	1	45	1	130	Non-GAAP income from operations	\$89,746	\$63,24

decrease in service revenue compared with the same period last year was primarily due to a decrease in revenue from maintenance contracts as well as professional service contracts.Total revenue by geography was as follows:Nine Months EndedChangeDecember 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%United States\$365,059Ä 59Ä %\$367,112Ä 59Ä %\$(2,053)(1)%International:Europe110,107Ä 18Ä 111,531Ä 18Ä 1(424)(1)%Asia47,163Ä 8Ä 47,982Ä 7Ä (819)(2)%Rest of the world95,361Ä 15Ä 99,387Ä 16Ä (4,024)(4)%Subtotal international252,633Ä 41Ä 258,900Ä 41Ä (6,267)(2)%Total revenue\$617,692Ä 100Ä %\$626,012Ä 100Ä %\$(8,320)(1)%United States revenue decreased 1%, or \$2.1 million, primarily due to a decrease in revenue from service assurance offerings from enterprise customers, including radio frequency propagation modeling projects. The 2%, or \$6.3 million, decrease in international revenue compared with the same period last year was primarily driven by lower revenue from service provider customers from both service assurance and cybersecurity offerings, partially offset by an increase in revenue from enterprise customers from both service assurance and cybersecurity offerings.34Table of ContentsTotal revenue by product line was as follows:Nine Months EndedChangeÄ December 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%Revenue:Service assurance\$401,254Ä 65Ä %\$424,392Ä 68Ä %\$(23,138)(5)%Cybersecurity216,438Ä 35Ä 201,620Ä 32Ä 14,818Ä 7Ä %Total revenue\$617,692Ä 100Ä %\$626,012Ä 100Ä %\$(8,320)(1)%The 5%, or \$23.1 million, decrease in revenue from the service assurance product line was due to a decrease in revenue from both enterprise and service provider customers, including radio frequency propagation modeling projects, and the 7%, or \$14.8 million, increase in revenue from the cybersecurity product line was due to an increase in revenue from enterprise customers, partially offset by a decrease in revenue from service provider customers.Total revenue by customer vertical was as follows:Nine Months EndedChangeÄ December 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%Revenue:Service providers\$266,745Ä 43Ä %\$287,440Ä 46Ä %\$(20,695)(7)%Enterprise350,947Ä 57Ä 338,572Ä 54Ä 12,375Ä 4Ä %Total revenue\$617,692Ä 100Ä %\$626,012Ä 100Ä %\$(8,320)(1)%The 7%, or \$20.7 million, decrease in revenue from the service provider customer vertical was due to a decrease in product and service revenue from both the service assurance and cybersecurity product lines. The 4%, or \$12.4 million, increase in revenue from the enterprise customer vertical was due to an increase in product and service revenue from the cybersecurity product line, partially offset by a decrease in the service assurance product line, including radio frequency propagation modeling projects.35Table of ContentsCost of Revenue and Gross ProfitNine Months EndedChangeDecember 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%Cost of revenueProducts\$41,806Ä 7Ä %\$48,006Ä 8Ä %\$(6,200)(13)%Service91,23215Ä 89,06614Ä 2,166Ä 2Ä %Total cost of revenues133,03822Ä %\$137,07222Ä %\$(4,034)(3)%Gross profit:Product \$228,57137Ä %\$223,03236Ä %\$5,539Ä 2Ä %Product gross profit 685Ä %682Ä %Service \$256,08341Ä %\$265,90842Ä %\$(9,825)(4)%Service gross profit 74Ä %75Ä %Total gross profit \$484,654\$488,940\$(4,286)(1)%Ä Ä Ä Ä Ä Ä Total gross profit 768Ä %78Ä %Product.Ä The 13%, or \$6.2 million, decrease in cost of product revenue for the nine months ended December 31, 2024 compared to the same period last year was primarily due to a \$2.3 million decrease in the amortization of intangible assets, a \$2.2 million decrease in direct material costs, a \$0.9 million decrease in inventory obsolescence charges, a \$0.9 million decrease in employee-related costs associated with the timing of certain projects, and a \$0.7 million decrease in inventory related expenses. The product gross profit percentage increased by three percentage points to 85% during the nine months ended December 31, 2024 when compared to the nine months ended December 31, 2023. The 2%, or \$5.5 million, increase in product gross profit is attributable to the 13%, or \$6.2 million, decrease in cost of product revenue, partially offset by the \$0.7 million decrease in product revenue.Service.Ä The 2%, or \$2.2 million, increase in cost of service revenue for the nine months ended December 31, 2024 compared to the same period last year was primarily due to a \$2.1 million increase in employee-related expenses largely due to an increase in variable incentive compensation as well as the timing of certain projects partially offset by a decrease in costs due to a reduction in headcount, a \$0.8 million increase in contractor fees, and a \$0.8 million increase in allocated overhead. The service gross profit percentage decreased by one percentage point to 74% for the nine months ended December 31, 2024 when compared to the nine months ended December 31, 2023. The 4%, or \$9.8 million, decrease in service gross profit is attributable to the 2%, or \$7.7 million decrease in service revenue, and the 2%, or \$2.2 million, increase in cost of service revenue.Gross profit.Ä Our gross profit for the nine months ended December 31, 2024 decreased 1%, or \$4.3 million, compared to the same period last year. This decrease is primarily attributable to the decrease in revenue of 1%, or \$8.3 million, partially offset by the 3%, or \$4.0 million, decrease in cost of revenue. The gross profit percentage remained flat at 78% for the nine months ended December 31, 2024 when compared to the nine months ended December 31, 2023. 36Table of ContentsOperating ExpensesNine Months EndedChangeDecember 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%Research and development\$116,127Ä 19Ä %\$117,655Ä 19Ä %\$(1,528)(1)%Sales and marketing201,489Ä 33Ä 209,070Ä 33Ä (7,581)(4)%General and administrative72,807Ä 12Ä 73,975Ä 12Ä (1,168)(2)%Amortization of acquired intangible assets34,857Ä 6Ä 37,790Ä 6Ä (2,933)(8)%Restructuring charges19,895Ä 3Ä äÄ Ä Ä 19,895Ä 100Ä %Goodwill impairment426,967Ä 69Ä 167,106Ä 27Ä 259,861Ä 156Ä %Gain on divestiture of a businessäÄ Ä äÄ Ä (3,806)(1)3,806Ä 100Ä %Total operating expenses\$872,142Ä 142Ä %\$601,790Ä 96Ä %\$270,352Ä 45Ä %Research and development. The 1%, or \$1.5Ä million, decrease in research and development expenses for the nine months ended December 31, 2024 compared to the same period last year was primarily due to a \$1.7 million decrease from depreciation expense, and a \$0.8 million decrease in contractor fees. These decreases were partially offset by a \$1.4 million increase in allocated overhead. Sales and marketing. The 4%, or \$7.6 million, decrease in sales and marketing expenses for the nine months ended December 31, 2024 compared to the same period last year was primarily due to an \$8.6 million decrease in employee-related expenses largely due to a decrease in headcount, a \$1.4 million decrease in advertising expense, and a \$1.0 million decrease in commissions expense. These decreases were partially offset by a \$4.1 million increase related to trade shows, user conferences and other events. General and administrative. The 2%, or \$1.2 million, decrease in general and administrative expenses for the nine months ended December 31, 2024 compared to the same period last year was primarily due to a \$1.6 million decrease in contractor fees, a \$0.9 million decrease from depreciation expense, a \$0.7 million decrease in the provision for allowance for credit losses, a \$0.6 million decrease in business taxes, and a \$0.6 million decrease in allocated overhead. These decreases were partially offset by a \$2.5 million increase in employee-related expenses largely due to an increase in variable incentive compensation, and a \$1.2 million increase in legal fees.Amortization of acquired intangible assets. Amortization of acquired intangible assets consists primarily of amortization of customer relationships, definite-lived trademark and tradenames, and developed technology related to our acquisitions of the Comms Transact, Network General Corporation, Avvasi, Inc. and Efflux Systems, Inc.The 8%, or \$2.9 million, decrease in amortization of acquired intangible assets for the nine months ended December 31, 2024 compared to the same period last year was largely due to a decrease in the amortization of intangible assets related to the Comms Transaction and Network General Corporation.Restricting charges. During the first quarter of fiscal year 2025, we implemented a voluntary separation program (VSP) for employees who met certain age and service requirements to reduce overall headcount. As a result of the related workforce reduction, during the nine months ended December 31, 2024, we recorded restructuring charges totaling \$19.6 million related to one-time termination benefits for one hundred forty-two employees who voluntarily terminated their employment with us during that period. During the third quarter of fiscal year 2025, we entered into transition agreements that provided termination benefits for certain employees to ensure an orderly transition of responsibilities for continuity purposes. As a result of the related workforce changes, during the nine months ended December 31, 2024, we recorded restructuring charges totaling \$0.3 million. Goodwill impairment. During fiscal year 2024, we recorded \$217.3 million in goodwill impairment charges as a result of the sustained decline in our stock price and overall market capitalization. During the first quarter of fiscal year 2025, due to the continued decrease in our stock price and overall market capitalization, along with other qualitative considerations including the continued impact from the conditions in the macroeconomic environment, it was determined a Triggering Event occurred, indicating goodwill may be impaired. Accordingly, we conducted a quantitative impairment test of our goodwill at June 30, 2024. We estimated the implied fair value of our goodwill using a market approach. As a result of the quantitative impairment test performed during the first quarter of fiscal year 2025, we determined goodwill was impaired and recorded a goodwill impairment charge of \$427.0 million during the three months ended June 30, 2024. The additional impairment charge recorded 37Table of Contentsin the first quarter of fiscal year 2025 was primarily due to the continued decrease in our stock price from March 31, 2024 to June 30, 2024, an increase in our weighted-average cost of capital, and the refinement to the expected cost synergies that could be realized by a hypothetical buyer as a result of the VSP we implemented in the first quarter of fiscal year 2025, which impacted the company-specific control premium used to determine the fair value of the reporting unit under the market approach. We expect that these restructuring efforts will generate net annual run-rate savings of approximately \$25.0 million to \$27.0 million, of which we expect that approximately \$6.0 million will be realized in the remainder of fiscal year 2025. At September 30, 2024 and December 31, 2024, we performed a Triggering Event assessment and concluded no event or circumstances occurred that indicated goodwill was further impaired.The key assumption in the market approach was the company-specific control premium, which was estimated using expected synergies that would be realized by a hypothetical buyer. We also compared its implied control premium to recent control premiums paid in the industry, as evidenced by guideline public company comparable transactions. This information corroborated that the company-specific control premium was within the range of premiums for other companies operating in the industry. Changes in the estimates or assumptions used in its quantitative impairment test could materially affect the determination of fair value and the associated goodwill impairment assessment. Potential events and circumstances that could have an adverse impact on our estimates and assumptions include, but are not limited to, continued increases in costs, and high interest rates and other macroeconomic factors. An increase or decrease of 1% in the company-specific control premium used in the determination of the fair value of the reporting unit under the market approach would have resulted in an increase or decrease in the goodwill impairment recorded during the nine months ended December 31, 2024 of approximately \$13.0 million. Gain on Divestiture of Business. During the nine months ended December 31, 2023, we recorded a \$3.8 million gain on the divestiture of the Test Optimization business.Interest and Other Income (Expense). Net Nine Months EndedChangeDecember 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%Interest and other income (expense), net\$3,493Ä 1Ä %\$1,272Ä äÄ Ä %\$2,221Ä 175Ä %The 175%, or \$2.2 million, increase in interest and other income (expense), net was primarily due to a \$1.6 million increase from the change in fair value of the equity investment in Napatech, and a \$1.2 million increase in interest income during the nine months ended December 31, 2024, when compared to the nine months ended December 31, 2023. Income Tax Expense.Ä Our effective tax rates were 0.4% and 3.3% for the nine months ended December 31, 2024 and 2023, respectively. The effective tax rate for the nine months ended December 31, 2024 differed from the effective rate for the nine months ended December 31, 2023, primarily related to a decrease in the research and development tax credit, and an increase in foreign withholding taxes and goodwill impairment incurred during the nine months ended December 31, 2024, which was not deductible for tax purposes.Nine Months EndedChangeDecember 31,Ä (Dollars in Thousands)Ä 20242023Ä Ä % ofRevenueÄ % ofRevenue\$%Income tax expense\$1,544Ä äÄ Ä %\$3,737Ä 1Ä %\$(2,193)(59)%BacklogWe produce our products on the basis of our forecast of near-term demand and maintain inventory in advance of receipt of firm orders from customers. We configure our products to customer specifications and generally deliver products shortly after receipt of the purchase order. Service engagements are also included in certain orders. Customers generally may reschedule or cancel unfulfilled orders with little or no penalty. Our total backlog at any particular time is not necessarily indicative of future sales levels. Within total backlog, fulfillable backlog includes what we consider to represent orders that are generally available to be delivered to customers as of the end of the reporting period. Delivery of our fulfillable backlog typically occurs early in the subsequent quarter. However, delivery may be delayed or accelerated due to various other reasons, including but not limited 38Table of Contents, changes in timing of customer projects and product delivery schedules, which may not be within our control. Our total combined product backlog at December 31, 2024 was \$29.9 million compared to \$6.8 million at March 31, 2024. Combined product backlog included fulfillable backlog of \$21.8 million and \$2.5 million at December 31, 2024 and March 31, 2024, respectively. Total backlog includes orders that were received late in the quarter and radio frequency propagation modeling projects. In some cases, we have begun these projects but have not yet hit billable milestones. At December 31, 2024 and March 31, 2024 deferred revenue contained a gross balance of \$3.2 million and \$1.2 million, respectively, related to these radio frequency propagation modeling project orders. Liquidity and Capital ResourcesCash, cash equivalents, marketable securities and investments consisted of the following (in thousands):December 31,2024March 31,2024Cash and cash equivalents\$398,361Ä \$389,674Ä Short-term marketable securities and investments28,536Ä 33,459Ä Long-term marketable securities1,015Ä 994Ä Cash, cash equivalents, marketable securities and investments\$427,912Ä \$424,127Ä Cash, cash equivalents, marketable securities and investmentsAt December 31, 2024, cash, cash equivalents, marketable securities and investments (current and non-current) totaled \$427.9 million, a \$3.8 million increase from \$424.1 million at March 31, 2024. This increase was primarily due to \$76.1 million of net cash provided by operations, partially offset by \$25.3 million used to repurchase shares of our common stock, \$25.0 million used to repay long-term debt, \$13.8 million used for tax withholdings on restricted stock units, \$4.0 million used for capital expenditures, \$2.5 million used for the payment of debt issuance costs, and \$1.3 million used to acquire technology licenses during the nine months ended December 31, 2024. Cash and short-term investments held outside of the United States was approximately \$180.5 million.Cash and cash equivalents were impacted by the following:Nine Months EndedÄ December 31,(in thousands)Ä 20242023Net cash provided by (used in) operating activities\$76,149Ä \$(34,767)Net cash provided by investing activities\$2,041Ä \$13,429Ä Net cash used in financing activities\$(66,534)\$(69,148)Net cash from operating activities Cash provided by operating activities was \$76.1 million during the nine months ended December 31, 2024, compared with \$34.8 million of cash used in operating activities during the nine months ended December 31, 2023. The \$110.9 million change was due in part to a \$259.9 million increase from goodwill impairment charges recorded during the nine months ended December 31, 2024 as compared to the nine months ended December 31, 2023, a \$55.4 million increase from accounts receivable, a \$55.3 million increase from accrued compensation and other expenses, a \$13.3 million increase from prepaid expenses and other assets, a \$3.8 million increase related to the gain recorded in the nine months ended December 31, 2023 for the divestiture of a business, a \$3.3 million increase from deferred income taxes, a \$2.3 million increase from income taxes payable, a \$1.4 million increase from deferred revenue, a \$1.1 million increase from the loss on extinguishment of debt, and a \$0.5 million increase from accounts payable. These increases were partially offset by a \$270.2 million decrease from the change in net loss, an \$8.7 million decrease from depreciation and amortization expense, a \$4.1 million decrease from share-based compensation, a \$1.2 million decrease from the change in the fair value of an equity investment, and a \$0.8 million decrease from inventories during the nine months ended December 31, 2024 as compared with the nine months ended December 31, 2023. 39Table of ContentsNet cash from investing activitiesNine Months EndedÄ December 31,(in thousands)Ä 20242023Cash provided by investing activities included the following:Purchase of marketable securities and investments\$(29,348)\$(43,159)Proceeds from sales and maturity of marketable securities36,688Ä 53,569Ä Purchase of fixed assets(4,009)(4,747)Purchase of intangible assets(1,290)äÄ Proceeds from divestiture of a businessäÄ 7,766Ä 2,041Ä \$13,429Ä Cash provided by investing activities was \$2.0 million during the nine months ended December 31, 2024, compared with \$13.4 million of cash provided by investing activities during the nine months ended December 31, 2023. The \$11.4 million decrease in cash provided by investing activities was due in part to a \$7.8 million decrease in proceeds due to the divestiture of the Test Optimization business during the nine months ended December 31, 2023, a \$3.1 million net decrease in cash inflow from the purchase and sale of marketable securities during the nine months ended December 31, 2024 when compared with the nine months ended December 31, 2023, and \$1.3 million in cash used to acquire technology licenses during the nine months ended December 31, 2024. These decreases to cash were partially offset by a \$0.7 million decrease in cash used to purchase fixed assets during the nine months ended December 31, 2024, compared with the nine months ended December 31, 2023. Our investments in property and equipment consist primarily of computer equipment, demonstration units, office equipment and facility improvements. We plan to continue to invest in capital expenditures to support our infrastructure through the remainder of fiscal year 2025. Net cash from financing activitiesNine Months EndedÄ December 31,(in thousands)Ä 20242023Cash used in financing activities included the following:Issuance of common stock under stock plans\$2Ä \$3Ä Treasury stock repurchases(25,257)(50,000)Tax withholding on restricted stock units(13,829)(19,151)Payment of debt issuance costs(2,450)äÄ Repayment of long-term debt(100,000)äÄ Proceeds from issuance of long-term debt75,000Ä äÄ \$(66,534)\$(69,148)Cash used in financing activities changed by \$2.6 million to \$66.5 million during the nine months ended December 31, 2024, compared with \$69.1 million of cash used in financing activities during the nine months ended December 31, 2023. During the nine months ended December 31, 2024, we repurchased a total of 1,362,205 shares for \$25.3 million in the open market under the 2022 Share Repurchase Program. During the nine months ended December 31, 2023, we repurchased a total of 1,209,153 shares for \$33.6 million in the open market under the 2017 Share Repurchase Program, and 614,516 shares for \$16.4 million in the open market under the 2022 Share Repurchase Program. In connection with the delivery of our common stock upon vesting of restricted stock units, we withheld 697,899Ä and 644,125 shares at a cost of \$13.8 million and \$19.2 million related to minimum statutory tax withholding requirements on these restricted stock units during the nine months ended December 31, 2024 and 2023, respectively. These withholding transactions do not fall under the repurchase program described above, and therefore do not reduce the number of shares that are available

for purchase under that program.40Table of ContentsDuring the nine months ended December 31, 2024, we repaid \$25.0 million of borrowings under the Second Amended and Restated Credit Agreement. During the nine months ended December 31, 2024, we paid \$2.5 million in debt issuance costs related to the execution of our Third Amended and Restated Credit Agreement.Sources of Cash and Cash RequirementsCredit FacilityOn July 27, 2021, we amended and extended our existing credit facility (as amended, the Second Amended and Restated Credit Agreement), which provided for a five-year, \$800.0 million senior secured revolving credit facility, including a letter of credit sub-facility of up to \$75.0 million. The commitments under the Second Amended and Restated Credit Agreement were set to expire on July 27, 2026, and any outstanding loans were due on that date. On May 13, 2024, we repaid \$25.0 million of borrowings under the Second Amended and Restated Credit Agreement.On October 4, 2024, we amended and restated the Second Amended and Restated Credit Agreement (as amended and restated, the Third Amended and Restated Credit Agreement) with a syndicate of lenders by and among: us, as borrower; certain subsidiaries of NetScout Systems, Inc., as borrower; JPMorgan Chase Bank, N.A., as administrative agent and collateral agent; JPMorgan Chase Bank, N.A., Bank of America, N.A., RBC Capital Markets, PNC Capital Markets LLC and Mizuho Bank, Ltd, as joint lead arrangers and joint bookrunners; TD Bank, N.A. and Silicon Valley Bank, a division of First-Citizens Bank & Trust Company, as co-documentation agents; and the lenders and issuing banks party thereto.The Third Amended and Restated Credit Agreement provides for a new five-year, \$600.0 million senior secured revolving credit facility, including a letter of credit sub-facility of up to \$75.0 million. We may elect to use the amended credit facility for working capital and other general corporate purposes (including to refinance revolving loans outstanding under the Second Amended and Restated Credit Agreement and to repurchase of shares of our common stock). The commitments under the Third Amended and Restated Credit Agreement will expire on October 4, 2029, and any outstanding loans will be due on that date.In connection with the Third Amended and Restated Credit Agreement, we paid off the outstanding balance of \$75.0 million under the Second Amended and Restated Credit Agreement on October 4, 2024 by borrowing the same amount under the Third Amended and Restated Credit Agreement. Additionally, we recorded a loss on the extinguishment of debt of \$1.1 million, representing the write off of unamortized deferred financing costs, which was included in interest expense in the consolidated statements of operations for the three and nine months ended December 31, 2024. At December 31, 2024, \$75.0 million was outstanding under the Third Amended and Restated Credit Agreement. On February 3, 2025, we paid the outstanding balance of \$75.0 million in full under the Third Amended and Restated Credit Agreement.At our election, revolving loans under the Third Amended and Restated Credit Agreement bear interest at either (a) a term SOFR rate plus a credit spread adjustment of 0.10% or (b) an Alternate Base Rate (defined in a customary manner), in each case plus an applicable margin. For the initial period until we have delivered financial statements for the quarter ended December 31, 2024, the applicable margin will be 1.00% per annum for term SOFR loans and 0% per annum for Alternate Base Rate loans, and thereafter the applicable margin will vary depending on our consolidated gross leverage ratio, ranging from 1.00% per annum for Alternate Base Rate loans and 2.00% per annum for term SOFR loans if our consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0% per annum for Alternate Base Rate loans and 1.00% per annum for term SOFR loans if our consolidated gross leverage ratio is equal to or less than 1.50 to 1.00. Our consolidated gross leverage ratio is the ratio of our consolidated total debt compared to our consolidated EBITDA as defined in the Third Amended and Restated Credit Agreement (consolidated adjusted EBITDA). Consolidated adjusted EBITDA includes certain adjustments, including, without limitation, adjustments relating to extraordinary, unusual or non-recurring charges, certain restructuring charges, non-cash charges, certain transaction costs and expenses and certain pro forma adjustments in connection with material acquisitions and dispositions, all as set forth in detail in the Third Amended and Restated Credit Agreement. Commitment fees will accrue on the daily unused amount of the credit facility. For the initial period until we have delivered financial statements for the quarter ended December 31, 2024, the commitment fee will be 0.15% per annum, and thereafter the commitment fee will vary depending on our consolidated gross leverage ratio, ranging from 0.30% per annum if our consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0.15% per annum if our consolidated gross leverage ratio is equal to or less than 1.50 to 1.00. Letter of credit participation fees are payable to each lender providing the letter of credit sub-facility on the amount of such lender's letter of credit exposure, during the period from the closing date of the Third Amended and Restated Credit Agreement to, but excluding, the date which is the later of (i) the date on which such lender's commitment terminates or (ii) the date on which such lender ceases to have any letter of credit exposure, at a rate per annum equal to the applicable margin for 41Table of Contents term SOFR loans. Additionally, we will pay a fronting fee to each issuing bank in amounts to be agreed to between us and the applicable issuing bank.Interest on Alternate Base Rate loans is payable at the end of each calendar quarter. Interest on term SOFR loans is payable at the end of each interest rate period or at the end of each three-month interval within an interest rate period if the period is longer than three months. We may also prepay loans under the Third Amended and Restated Credit Agreement at any time, without penalty, subject to certain notice requirements.The loans and other obligations under the credit facility are (a) guaranteed by each of our wholly-owned material domestic restricted subsidiaries, subject to certain exceptions, and (b) are secured by substantially all of the assets of us and the subsidiary guarantors, including a pledge of all the capital stock of material subsidiaries held directly by us and the subsidiary guarantors (which pledge, in the case of any foreign subsidiary, is limited to 65% of the voting stock), subject to certain customary exceptions and limitations. The Third Amended and Restated Credit Agreement generally prohibits any other liens on the assets of NetScout and our restricted subsidiaries, subject to certain exceptions as described in the Third Amended and Restated Credit Agreement.The Third Amended and Restated Credit Agreement contains certain covenants applicable to us and our restricted subsidiaries, including, without limitation, limitations on additional indebtedness, liens, various fundamental changes, dividends and distributions, investments (including acquisitions), transactions with affiliates, asset sales, including sale-leaseback transactions, speculative hedge agreements, payment of junior financing, changes in business and other limitations customary in senior secured credit facilities. The Third Amended and Restated Credit Agreement provides for certain baskets that are available to us and our restricted subsidiaries to incur additional indebtedness, to repay junior financing, for asset sales and to make investments and restricted payments. Such baskets are substantially similar to the baskets set forth in our previous amended credit agreement.The Third Amended and Restated Credit Agreement requires us to maintain a certain consolidated net leverage ratio. Our consolidated net leverage ratio is the ratio of our Consolidated Total Debt minus the lesser of unrestricted cash and 125% of adjusted consolidated EBITDA compared to its adjusted consolidated EBITDA. Our maximum consolidated net leverage ratio is 4.00 to 1.00. These covenants and limitations are more fully described in the Third Amended and Restated Credit Agreement. At December 31, 2024, we were in compliance with all covenants, including the specified total consolidated net leverage ratio range of 4.00 to 1.00.The Third Amended and Restated Credit Agreement provides that events of default will exist in certain circumstances, including failure to make payment of principal or interest on the loans when required, failure to perform certain obligations under the Third Amended and Restated Credit Agreement and related documents, defaults under certain other indebtedness, certain insolvency events, certain events arising under ERISA, a change of control and certain other events. Upon an event of default, the administrative agent may, or at the request of the holders of more than 50% in principal amount of the loans and commitments shall, terminate the commitments and accelerate the maturity of the loans and enforce certain other remedies under the Third Amended and Restated Credit Agreement and the other loan documents.We had unamortized capitalized debt issuance costs, net of \$3.1 million at December 31, 2024, which are being amortized over the life of the revolving credit facility. The unamortized capitalized debt issuance costs balance of \$0.7 million was included as prepaid expenses and other current assets and a balance of \$2.4 million was included as other assets in our consolidated balance sheet at December 31, 2024. Cash RequirementsWe are actively managing the business to generate cash flow and believe that we currently have adequate liquidity. We believe that these factors will allow us to meet our anticipated funding requirements for at least the next twelve months. We have contractual obligations for long-term debt, operating leases, unconditional purchase obligations, pension benefits plans and certain other long-term liabilities. Our obligations related to these items are described further within Management's Discussion and Analysis of Financial Condition and Results of Operations within our Annual Report filed on Form 10-K. We expect net cash provided by operating activities combined with cash, cash equivalents, marketable securities and investments and borrowing availability under our revolving credit facility will provide sufficient liquidity to fund current obligations, capital spending, debt service requirements and working capital requirements over at least the next twelve months. We believe we will meet longer-term expected future cash requirements and obligations through a combination of cash flows from operating activities, available cash balances, and our revolving credit facility. However, macroeconomic conditions, including high inflation and interest rates, and a potential recession, could increase our anticipated funding requirements or make it more difficult for us to access capital.A portion of our cash may be used to acquire or invest in complementary businesses or products, to obtain the right to use complementary technologies, to repay borrowings under our Third Amended and Restated Credit Agreement, or to repurchase 42Table of Contents shares of our common stock through our stock repurchase programs. From time to time, in the ordinary course of business, we evaluate potential acquisitions of such businesses, products or technologies. If our existing sources of liquidity are insufficient to satisfy our liquidity requirements, we may seek to sell additional equity or debt securities. Macroeconomic conditions, including high interest rates and volatility in the capital markets, may make it difficult for us to secure additional financing on favorable terms or at all. Any sale of additional equity or debt securities could result in additional dilution to our stockholders.Recent Accounting PronouncementsFor information with respect to recent accounting pronouncements on our consolidated financial statements, see Note 1 contained in the "Notes to Consolidated Financial Statements" included in Part I of this Quarterly Report on Form 10-Q.43Table of ContentsItem 3.A Quantitative and Qualitative Disclosures About Market RiskInterest Rate Risk. We hold our cash, cash equivalents and investments for working capital purposes. Some of the securities we invest in are subject to market risk. This means that a change in prevailing interest rates may cause the principal amount of the investment to fluctuate. To minimize this risk, we maintain our portfolio of cash, cash equivalents and investments in a variety of securities, including money market funds and government debt securities. The risk associated with fluctuating interest rates is limited to our investment portfolio. Due to the short-term nature of these instruments, we believe that we do not have any material exposure to changes in the fair value of our investment portfolio as a result of changes in interest rates. Declines in interest rates, however, would reduce future interest income. The effect of a hypothetical 10% increase or decrease in overall interest rates would not have had a material impact on our operating results or the total fair value of the portfolio.We are exposed to market risks related to fluctuations in interest rates related to our credit facility. At December 31, 2024, we owed \$75.0 million on this loan with an interest rate of 5.44%. A sensitivity analysis was performed on the outstanding portion of our debt obligation as of December 31, 2024. Should the current weighted-average interest rate increase or decrease by 10%, the resulting annual increase or decrease to interest expense would be approximately \$0.4 million as of December 31, 2024.Foreign Currency Exchange Risk. As a result of our foreign operations, we face exposure to movements in foreign currency exchange rates, primarily the Euro, British Pound, Canadian Dollar and Indian Rupee. The current exposures arise primarily from expenses denominated in foreign currencies. We currently engage in foreign currency hedging activities in order to limit these exposures. Periodically, we also enter into forward contracts to manage exchange risk associated with third-party transactions and for which we do not elect hedge accounting treatment. We do not use derivative financial instruments for speculative trading purposes. At December 31, 2024, we had foreign currency forward contracts designated as hedging instruments with notional amounts totaling \$10.3 million. The valuation of outstanding foreign currency forward contracts at December 31, 2024 resulted in a liability balance of \$324 thousand, reflecting unfavorable contract rates in comparison to current market rates at this date. At March 31, 2024, we had foreign currency forward contracts designated as hedging instruments with notional amounts totaling \$11.7 million. The valuation of outstanding foreign currency forward contracts at March 31, 2024 resulted in a liability balance of \$74 thousand, reflecting unfavorable contract rates in comparison to current market rates and an asset balance of \$11 thousand, reflecting favorable rates in comparison to current market rates at this date. The effect of a hypothetical 10% change in foreign currency exchange rates applicable to our business would not have a material impact on our historical consolidated financial statements. As our international operations grow, we will continue to reassess our approach to manage our risk relating to fluctuations in currency rates.Item 4. Controls and ProceduresAt December 31, 2024, NetScout, under the supervision and with the participation of our management, including our principal executive officer and principal financial officer, evaluated the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rule 13a-15(e) and 15d-15(e) under the Securities Exchange Act of 1934, as amended (Exchange Act)). Based upon that evaluation, our principal executive officer and principal financial officer concluded that, at December 31, 2024, our disclosure controls and procedures were effective at the reasonable assurance level in ensuring that material information relating to NetScout, including its consolidated subsidiaries, required to be disclosed by NetScout in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported within the time periods specified in the SEC's rules and forms, including ensuring that such material information is accumulated and communicated to our management, including our principal executive officer and principal financial officer, as appropriate, to allow timely decisions regarding required disclosure. There were no changes in our internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) occurred during the period covered by this quarterly report that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting. 44Table of ContentsPART II: OTHER INFORMATIONItem 1. Legal ProceedingsFrom time to time, we may be subject to legal proceedings and claims in the ordinary course of business. In the opinion of management, the amount of ultimate expense with respect to any current legal proceedings and claims, if determined adversely, will not have a material adverse effect on our financial condition, results of operations or cash flows. For additional information regarding our legal proceedings, if any, see Note 14 contained in the "Notes to Consolidated Financial Statements" included in Part I of this Quarterly Report on Form 10-Q, which is incorporated herein by reference.Item 1A. Risk FactorsIn addition to the other information set forth in this report, you should carefully consider the factors discussed in Part I, Item 1A. Risk Factors in our Annual Report on Form 10-K for our fiscal year ended March 31, 2024. The risks discussed in our Annual Report on Form 10-K could materially affect our business, financial condition and future results. There have been no material changes to those risk factors since we filed our Annual Report on Form 10-K. The risks described in our Annual Report on Form 10-K are not the only risks facing us. Additional risks and uncertainties not currently known to us or that we currently deem to be immaterial also may materially and adversely affect our business, financial condition or operating results.Item 2. Unregistered Sales of Equity Securities and Use of ProceedsSales of Unregistered SecuritiesNone.Purchases of Equity Securities by the IssuerThe following table provides information about purchases we made during the quarter ended December 31, 2024 of equity securities that are registered by us pursuant to Section 12 of the Exchange Act:PeriodTotal Number of Shares Purchased(1)Average Price Paid per ShareTotal Number of Shares Purchased as a Part of a Publicly Announced Plan or ProgramMaximum Number of Shares That May Yet Be Purchased Under the Program10/1/2024-10/31/20241,293,203\$20.73A 23,023,279A 11/1/2024-11/30/20241,414,207\$20.76A 23,023,279A 12/1/2024-12/31/202422,291,651\$20.76A 23,023,279A Total15,936\$

[illegible]

Disclosure - PENSION BENEFIT PLANS - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9955553 - Disclosure - PENSION BENEFIT PLANS - Schedule of Net Periodic Pension Costs (Details) link:presentationLink link:calculationLink link:definitionLink 9955554 - Disclosure - TREASURY STOCK (Details) link:presentationLink link:calculationLink link:definitionLink 9955555 - Disclosure - NET INCOME (LOSS) PER SHARE - Schedule of Calculations of EPS (Details) link:presentationLink link:calculationLink link:definitionLink 9955556 - Disclosure - NET INCOME (LOSS) PER SHARE - Schedule of Antidilutive Securities Excluded from Computation (Details) link:presentationLink link:calculationLink link:definitionLink 9955557 - Disclosure - INCOME TAXES (Details) link:presentationLink link:calculationLink link:definitionLink 9955558 - Disclosure - SEGMENT AND GEOGRAPHIC INFORMATION - Narrative (Details) link:presentationLink link:calculationLink link:definitionLink 9955559 - Disclosure - SEGMENT AND GEOGRAPHIC INFORMATION - Schedule of Total Revenue by Geography (Details) link:presentationLink link:calculationLink link:definitionLink EX-101.CAL 7 ntct-20241231_cal.xml XBRL TAXONOMY EXTENSION CALCULATION LINKBASE DOCUMENT EX-101.DEF 8 ntct-20241231_def.xml XBRL TAXONOMY EXTENSION DEFINITION LINKBASE DOCUMENT EX-101.LAB 9 ntct-20241231_lab.xml XBRL TAXONOMY EXTENSION LABEL LINKBASE DOCUMENT U.S. government and municipal obligations U.S. government and municipal obligations US Government Corporations and Agencies Securities [Member] Adjustments to reconcile net loss to cash provided by (used in) operating activities: Adjustments to Reconcile Net Income (Loss) to Cash Provided by (Used in) Operating Activities [Abstract] Prepaid income taxes Prepaid Taxes Work in process Inventory, Work in Process, Gross Statistical Measurement [Domain] Statistical Measurement [Domain] Repayment of long-term debt Repayments of Long-Term Debt Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Unrealized Losses Debt Securities, Available-for-Sale, Accumulated Gross Unrealized Loss, before Tax Schedule of Components of Operating Lease Cost and Supplemental Cash Flow Information Lease, Cost [Table Text Block] Derivatives, Fair Value [Line Items] Derivatives, Fair Value [Line Items] Napatech Napatech [Member] Napatech Leverage ratio Leverage Ratio Leverage Ratio Cover [Abstract] Cover [Abstract] Net increase (decrease) in cash and cash equivalents Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Period Increase (Decrease), Including Exchange Rate Effect Number of employees expected to be terminated Restructuring and Related Cost, Expected Number of Positions Eliminated Schedule of Future Minimum Payments Under Non-Cancellable Leases Lessee, Operating Lease, Liability, to be Paid, Maturity [Table Text Block] Trading Symbol Trading Symbol Segment Reporting Information [Line Items] Segment Reporting Information [Line Items] All Trading Arrangements All Trading Arrangements [Member] Compensation Actually Paid vs. Net Income Compensation Actually Paid vs. Net Income [Text Block] Performance Based Restricted Stock Units Performance Based Restricted Stock Units [Member] Performance Based Restricted Stock Units Non-NEOs Non-NEOs [Member] Schedule of Calculations of the Basic and Diluted Net Income (Loss) Per Share and Potential Common Shares Schedule of Earnings Per Share, Basic and Diluted [Table Text Block] Share-based awards generally vesting years Share-Based Compensation Arrangement by Share-Based Payment Award, Award Vesting Period Rule 10b5-1 Arrangement Adopted Rule 10b5-1 Arrangement Adopted [Flag] Awards Close in Time to MNPI Disclosures Awards Close in Time to MNPI Disclosures [Table] Allowance for credit allowances Accounts Receivable, Allowance for Credit Loss, Current Schedule of Share-Based Compensation Expense Share-Based Payment Arrangement, Cost by Plan [Table Text Block] Disposal Group Name [Domain] Disposal Group Name [Domain] Pay vs Performance Disclosure [Line Items] Line of Credit Facility [Table] Line of Credit Facility [Table] Peer Group Total Shareholder Return Amount Peer Group Total Shareholder Return Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis] Accounts receivable and unbilled costs Increase (Decrease) in Accounts Receivable Gain on fair value of equity investment Equity Securities, FV-NI, Gain (Loss) BASIS OF PRESENTATION Organization, Consolidation and Presentation of Financial Statements Disclosure [Text Block] Award performance measurement period Share Based Compensation Arrangement By Share Based Payment Award Performance Measurement Period Share Based Compensation Arrangement By Share Based Payment Award Performance Measurement Period Non-Rule 10b5-1 Arrangement Adopted Non-Rule 10b5-1 Arrangement Adopted [Flag] FAIR VALUE MEASUREMENTS Fair Value Disclosures [Text Block] Restructuring and Related Activities [Abstract] Restructuring and Related Activities [Abstract] Changes in unrealized (losses) gains, net of (benefit) taxes of (\$1), \$18, \$8 and (\$13), respectively Unrealized net investment (losses) gains OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, after Tax Award Timing Disclosures [Line Items] Common stock, \$0.001 par value: Common Stock, Number of Shares, Par Value and Other Disclosure [Abstract] Other Performance Measure, Amount Other Performance Measure, Amount 2028 Finite-Lived Intangible Asset, Expected Amortization, Year Three LEASES Lessee, Operating Leases [Text Block] Common stock, shares outstanding (in shares) Beginning balance, common stock (in shares) Ending balance, common stock (in shares) Common Stock, Shares, Outstanding Lease cost under long-term operating leases Operating Lease, Cost Proceeds from sales and maturity of marketable securities Proceeds from Sale and Maturity of Marketable Securities Number of employees terminated Restructuring and Related Cost, Number of Positions Eliminated Number of shares available for grant (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Available for Grant Operating lease liabilities, net of current portion Operating Lease, Liability, Noncurrent Revenue from Contract with Customer [Abstract] Revenue from Contract with Customer [Abstract] Deferred revenue and customer deposits Contract with Customer, Liability, Current Plan Name [Domain] Plan Name [Domain] Rest of the world Rest Of World [Member] Rest Of The world [Member] United States UNITED STATES Service cost Defined Benefit Plan, Service Cost Other assets Other Assets, Noncurrent Entity Tax Identification Number Entity Tax Identification Number Leases [Abstract] Leases [Abstract] Other Accrued Liabilities Current Other Accrued Liabilities, Current [Member] Other Accrued Liabilities, Current Term SOFR Loans Term SOFR Loans [Member] Term SOFR Loans Cost Finite-Lived Intangible Assets, Gross Schedule of Finite-Lived Intangible Assets [Table] Intangible Asset, Finite-Lived [Table] Repurchase of treasury stock (in shares) Shares repurchased during the period (in shares) Treasury Stock, Shares, Acquired Antidilutive Securities, Name [Domain] Antidilutive Securities, Name [Domain] Net cash provided by (used in) operating activities Net Cash Provided by (Used in) Operating Activities John Downing [Member] John Downing Cash flows from operating activities: Net Cash Provided by (Used in) Operating Activities [Abstract] Treasury Stock Treasury Stock, Common [Member] Total inventories FIFO Inventory Amount Plan Name [Axis] Plan Name [Axis] Damages sought Loss Contingency, Damages Awarded, Value Equity Components [Axis] Equity Components [Axis] Alfred Grasso [Member] Alfred Grasso Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Line Items] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items] Award Timing Method Award Timing Method [Text Block] Net periodic pension cost Defined Benefit Plan, Net Periodic Benefit Cost (Credit) Trading Arrangements, by Individual Trading Arrangements, by Individual [Table] Restructuring Type [Axis] Restructuring Type [Axis] Fair Value Available-for-sale Securities Available-for-sale securities Debt Securities, Available-for-Sale Amortization of acquired intangible assets Amortization of Acquired Intangible Assets Amortization of Acquired Intangible Assets Entity Common Stock, Shares Outstanding (in shares) Entity Common Stock, Shares Outstanding Share Repurchase Program, October 2017 Share Repurchase Program, October 2017 [Member] Share Repurchase Program, October 2017 [Member] Insider Trading Policies and Procedures [Line Items] Proceeds from divestiture of a business Proceeds from Divestiture of Businesses Adjustment to Compensation, Amount Adjustment to Compensation Amount Compensation Amount Outstanding Recovery Compensation Amount Repurchase of treasury stock Treasury Stock, Value, Acquired, Par Value Method Disposal Group Classification [Axis] Disposal Group Classification [Axis] Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table Aggregate Change in Present Value of Accumulated Benefit for All Pension Plans Reported in Summary Compensation Table [Member] Total net change in market value of investments Other Comprehensive Income (Loss), Available-for-Sale Securities Adjustment, Net of Tax, Portion Attributable to Parent Entity Small Business Entity Small Business Developed technology Developed Technology Rights [Member] Company Selected Measure Amount Company Selected Measure Amount Geographical [Axis] Geographical [Axis] Payment of debt issuance costs Payments of Debt Issuance Costs Tabular List, Table Tabular List [Table Text Block] LevelA 3 Fair Value, Inputs, Level 3 [Member] Gain on divestiture of a business Gain on divestiture of a business Gain (Loss) on Disposition of Business Other adjustments Restructuring Reserve, Accrual Adjustment Sales and marketing Sales and marketing Selling and Marketing Expense [Member] Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table Aggregate Grant Date Fair Value of Equity Award Amounts Reported in Summary Compensation Table [Member] Schedule of Allowance for Credit Losses Accounts Receivable, Allowance for Credit Loss [Table Text Block] Debt Securities, Available-for-sale [Line Items] Debt Securities, Available-for-Sale [Line Items] Issuance of common stock under employee stock purchase plan (in shares) Stock Issued During Period, Shares, Employee Stock Purchase Plans Antidilutive securities (in shares) Antidilutive Securities Excluded from Computation of Earnings Per Share, Amount Payments Payments for Restructuring Credit Facility [Domain] Credit Facility [Domain] Cash and cash equivalents, beginning of period Cash and cash equivalents, end of period Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents Changes in market value of derivatives: Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax [Abstract] Current assets: Assets, Current [Abstract] Goodwill Balance at MarchA 31, 2024 Balance at DecemberA 31, 2024 Goodwill Allowance for credit losses, beginning balance Allowance for credit losses, ending balance Accounts Receivable, Allowance for Credit Loss Reduction in contingent liabilities and legal fees Loss Contingency, Increase (Decrease) in Contingent Liability And Legal Fees Loss Contingency, Increase (Decrease) in Contingent Liability And Legal Fees Tax withholding on restricted stock units Payment, Tax Withholding, Share-Based Payment Arrangement Other comprehensive income (loss): Other Comprehensive Income (Loss), Net of Tax [Abstract] INVENTORIES AND DEFERRED COSTS Inventory Disclosure [Text Block] Treasury stock, shares (in shares) Beginning balance, treasury stock (in shares) Ending balance, treasury stock (in shares) Treasury Stock, Common, Shares Forgone Recovery due to Disqualification of Tax Benefits, Amount Forgone Recovery due to Disqualification of Tax Benefits, Amount Option Exercise Proceeds, Amount Product and Service [Domain] Product and Service [Domain] Employee Stock Option Share-Based Payment Arrangement, Option [Member] Lease cost under short-term operating leases Short-Term Lease, Cost Debt Securities, Available-for-sale [Table] Debt Securities, Available-for-Sale [Table] Foreign Exchange Forward Foreign Exchange Forward [Member] Goodwill [Roll Forward] Goodwill [Roll Forward] Fair Value Disclosures [Abstract] Fair Value Disclosures [Abstract] 2026 Lessee, Operating Lease, Liability, to be Paid, Year One Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table] Antidilutive Security, Excluded EPS Calculation [Table] Total comprehensive income (loss) Comprehensive Income (Loss), Net of Tax, Attributable to Parent Income taxes payable Accrued Income Taxes, Current Preferred stock, shares outstanding (in shares) Preferred Stock, Shares Outstanding Repaid borrowings Repayments of Lines of Credit Schedule of Total Revenue by Geography Schedule of Revenue from External Customers Attributed to Foreign Countries by Geographic Area [Table Text Block] Security Exchange Name Security Exchange Name Interest rate in excess of effective rate Debt Instrument, Basis Spread on Variable Rate Schedule of Contractual Maturities of Marketable Securities Investments Classified by Contractual Maturity Date [Table Text Block] Changes in market value of investments: OCI, Debt Securities, Available-for-Sale, Gain (Loss), before Adjustment, after Tax [Abstract] Award Type [Axis] Award Type [Axis] Foreign currency translation impact Goodwill, Foreign Currency Translation Gain (Loss) Payment terms Revenue, Performance Obligation, Payment Terms Revenue, Performance Obligation, Payment Terms Fixed assets, net Property, Plant and Equipment, Net Total liabilities Liabilities Number of reporting units Number of Reporting Units Common stock, par value (in dollars per share) Common Stock, Par or Stated Value Per Share Forgone Recovery, Explanation of Impracticability Forgone Recovery, Explanation of Impracticability [Text Block] Schedule of Marketable Securities Debt Securities, Available-for-Sale [Table Text Block] Research and development Research and Development Expense Senior Secured Revolving Credit Facility Revolving Credit Facility [Member] Expiration Date Trading Arrangement Expiration Date Cash flows from investing activities: Net Cash Provided by (Used in) Investing Activities [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Goodwill and Intangible Assets Disclosure [Abstract] Current portion of operating lease liabilities Operating Lease, Liability, Current Total Shareholder Return Amount Total Shareholder Return Amount Common stock, shares issued (in shares) Common Stock, Shares, Issued Other Assets Other Assets [Member] Income taxes payable Increase (Decrease) in Income Taxes Payable Entity [Domain] Entity [Domain] Marketable securities and investments Other Short-Term Investments Equity Awards Adjustments, Footnote Equity Awards Adjustments, Footnote [Text Block] Credit facility Line of Credit Facility, Maximum Borrowing Capacity Derivative financial instruments Derivative Liability Contract maturity period Contract Maturing Over Next Months Contract Maturing Over Next Months Insider Trading Policies and Procedures Adopted Insider Trading Policies and Procedures Adopted [Flag] Gain (Loss) Recognized in OCI on Derivative Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification and Tax Asia Asia [Member] Transfers of inventory to fixed assets Transfers From Inventory To Fixed Assets Transfers from inventory to fixed assets Debt Instrument [Line Items] Debt Instrument [Line Items] Named Executive Officers, Footnote Named Executive Officers, Footnote [Text Block] Research and development ResearchA and development Research and Development Expense [Member] Europe Europe [Member] Common stock, shares authorized (in shares) Common Stock, Shares Authorized Basis of Presentation Basis of Accounting, Policy [Policy Text Block] Number of subsidiary entities Number Of Subsidiary Entities Number Of Subsidiary Entities Net income (loss) per share - diluted (in shares) Denominator for diluted net income (loss) per share - weighted average shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Diluted Restructuring and related cost, expected cost Restructuring and Related Cost, Expected Cost MNPI Disclosure Timed for Compensation Value MNPI Disclosure Timed for Compensation Value [Flag] 2025 (remaining three months) Finite-Lived Intangible Asset, Expected Amortization, Remainder of Fiscal Year Numerator: Net Income (Loss) Available to Common Stockholders, Basic [Abstract] Long-term Debt, Type [Axis] Long-Term Debt, Type [Axis] Total stockholders' equity Beginning balance Ending balance Equity, Attributable to Parent Due in 1 year or less Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, Year One Amortization of net gain Defined Benefit Plan, Amortization of Gain (Loss) Hedging Designation [Domain] Hedging Designation [Domain] Balance Sheet Location [Axis] Statement of Financial Position Location, Balance [Axis] Interest expense Interest Expense, Nonoperating Deferred income taxes Deferred Income Tax Expense (Benefit) Gain (Loss) Reclassified from Accumulated OCI into Income Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, before Tax Prepaid Expenses and Other Current Assets Derivative Asset, Current Schedule of Changes in Carrying Amount of Goodwill Schedule of Goodwill [Table Text Block] New Accounting Pronouncements or Change in Accounting Principle [Table] Accounting Standards Update and Change in Accounting Principle [Table] Deductions due to write-offs Accounts Receivable, Allowance for Credit Loss, Writeoff Other comprehensive income (loss) Other Comprehensive Income (Loss), Net of Tax, Portion Attributable to Parent Accounts receivable and unbilled costs, net of allowance for credit allowances of \$85 and \$479 at DecemberA 31, 2024 and MarchA 31, 2024, respectively Accounts Receivable, after Allowance for Credit Loss, Current Cost of product revenue Cost of Sales [Member] Product Product [Member] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Antidilutive Securities Excluded from Computation of Earnings Per Share [Line Items] Number of shares reserved for issuance (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Shares Authorized Changes in market value of derivatives, tax expense (benefit) Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification, Tax Pension Adjustments Prior Service Cost Pension Adjustments Prior Service Cost [Member] Document Fiscal Period Focus Document Fiscal Period Focus All Executive Categories All Executive Categories [Member] Weighted average restricted stock units and performance-based restricted stock units (in shares) Incremental Common Shares Attributable to Dilutive Effect of Share-Based Payment Arrangements Balance Sheet Location [Domain] Statement of Financial Position Location, Balance [Domain] Schedule of Restructuring Liability Schedule of Restructuring Reserve by Type of Cost [Table Text Block] 2027 Finite-Lived Intangible Asset, Expected Amortization, Year Two Changed Peer Group, Footnote Changed Peer Group, Footnote [Text Block] Assets Assets [Abstract] Document Type Document Type Commitment fee percentage Line of Credit Facility, Commitment Fee Percentage Derivative Contract Type [Domain] Derivative Contract [Domain] Commercial paper Commercial paper Commercial Paper [Member] Change in fair value of derivative investment Change in fair value of derivative investment Gain (Loss) on Derivative Instruments, Net, Pretax Pension Benefits Adjustments, Footnote Pension Benefits Adjustments, Footnote [Text Block] Total Shareholder Return Vs Peer Group Total Shareholder Return Vs Peer Group [Text Block] Capitalized software Computer Software, Intangible Asset [Member] Q3 FY25 Plan Transition Agreements [Member] Transition Agreements Schedule of Defined Benefit Plans Disclosures [Table] Defined Benefit Plan [Table] Amortized Cost Debt Securities, Available-for-Sale, Amortized Cost Schedule of Expected Future Amortization Expense Schedule of Finite-Lived Intangible Assets, Future Amortization Expense [Table Text Block] Pre-suit Damages Pre-Suit Damages [Member] Pre-Suit Damages [Member] Maximum Maximum [Member] Amortization of acquired intangible assets Amortization of Intangible Assets Deferred revenue and customer deposits Contract with Customer, Liability Equity Valuation Assumption Difference, Footnote Equity Valuation Assumption Difference, Footnote [Text Block] Core technology Core Technology [Member] Core Technology [Member] Net Finite-Lived Intangible Assets, Net Antidilutive Securities [Axis] Antidilutive Securities [Axis] Accounts payable Accounts Payable, Current Revenue: Revenues [Abstract] Current Fiscal Year End Date Current Fiscal Year End Date Less imputed interest Lessee, Operating Lease, Liability, Undiscounted Excess Amount Total operating lease cost Lease, Cost Dilutive common equivalent shares: Weighted Average Number of Shares Outstanding, Diluted, Adjustment [Abstract] Statistical Measurement [Axis] Statistical Measurement [Axis] PEO

Name PEO Name Non-Rule 10b5-1 Arrangement Terminated Non-Rule 10b5-1 Arrangement Terminated [Flag] Income (loss) before income tax expense (benefit) Income (Loss) from Continuing Operations before Income Taxes, Noncontrolling Interest Shares issued (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Shares Issued in Period Non-PEO NEO Average Total Compensation Amount Non-PEO NEO Average Total Compensation Amount Award Type [Domain] Award Type [Domain] Name Outstanding Recovery, Individual Name Foreign Subsidiaries Foreign Subsidiaries [Member] Foreign Subsidiaries [Member] Disaggregation of Revenue [Line Items] Disaggregation of Revenue [Line Items] Issuance of common stock pursuant to vesting of restricted stock units (in shares) Shares Issued, Shares, Share-Based Payment Arrangement, after Forfeiture Variable lease cost under short-term and long-term operating leases Variable Lease, Cost Schedule of Antidilutive Securities Excluded from Computation of Diluted Net Income (Loss) Per Share Schedule of Antidilutive Securities Excluded from Computation of Earnings Per Share [Table Text Block] Goodwill impairment Goodwill impairment Goodwill impairment Goodwill, Impairment Loss Compensation Actually Paid vs. Company Selected Measure Compensation Actually Paid vs. Company Selected Measure [Text Block] Deferred income taxes Deferred Income Tax Assets, Net Non-PEO NEO Non-PEO NEO [Member] Fair value Investments, Fair Value Disclosure Additional Paid In Capital Additional Paid-in Capital [Member] Award Timing Predetermined Award Timing Predetermined [Flag] Subsequent Event Type [Domain] Subsequent Event Type [Domain] PENSION BENEFIT PLANS Retirement Benefits [Text Block] CONCENTRATION OF CREDIT RISK AND SIGNIFICANT CUSTOMERS Concentration Risk Disclosure [Text Block] Customer relationships Customer Relationships [Member] Recent Accounting Pronouncements New Accounting Pronouncements, Policy [Policy Text Block] Forecast Forecast [Member] LONG-TERM DEBT Long-Term Debt [Text Block] Diluted net income (loss) per share (in dollars per share) Diluted net income (loss) per share (in dollars per share) Earnings Per Share, Diluted Finite-Lived Intangible Assets by Major Class [Axis] Finite-Lived Intangible Assets by Major Class [Axis] Accumulated Amortization Finite-Lived Intangible Assets, Accumulated Amortization Counterparty Name [Domain] Counterparty Name [Domain] Revenue Recognition Policy Revenue from Contract with Customer [Policy Text Block] Schedule of Finite-lived Intangible Assets Amortization Expense Finite-Lived Intangible Assets Amortization Expense [Table Text Block] Name Measure Name Entity Interactive Data Current Entity Interactive Data Current Type of Restructuring [Domain] Type of Restructuring [Domain] Joseph G. Hadzima Jr [Member] Joseph G. Hadzima Jr Deferred revenue Increase (Decrease) in Contract with Customer, Liability Restatement does not require Recovery Restatement Does Not Require Recovery [Text Block] Number of segments Number of Operating Segments Retirement Benefits [Abstract] Retirement Benefits [Abstract] 2019 Amended Plan Twenty Nineteen Amended, Equity Incentive Plan [Member] Twenty Nineteen Amended Equity Incentive Plan Cash paid for income taxes Income Taxes Paid Preferred stock, shares issued (in shares) Preferred Stock, Shares Issued Stock remaining to be purchased (in shares) Share Repurchase Program, Remaining Authorized, Number of Shares New Accounting Pronouncements or Change in Accounting Principle [Line Items] New Accounting Pronouncements or Change in Accounting Principle [Line Items] Schedule of Financial Assets and Liabilities Schedule of Fair Value, Assets and Liabilities Measured on Recurring Basis [Table Text Block] Disaggregation of Revenue [Table] Disaggregation of Revenue [Table] Statement of Financial Position [Abstract] Statement of Financial Position [Abstract] RESTRUCTURING CHARGES Restructuring and Related Activities Disclosure [Text Block] Share-based compensation expense Share-Based Payment Arrangement, Noncash Expense Adjusted consolidated EBITDA percentage Adjusted Consolidated Earnings Before Interest, Tax, Depreciation And Amortization, Percentage Adjusted Consolidated Earnings Before Interest, Tax, Depreciation And Amortization, Percentage Sales and marketing Selling and Marketing Expense Income tax expense (benefit) Income Tax Expense (Benefit) Interest cost Defined Benefit Plan, Interest Cost Interest and other income (expense), net: Nonoperating Income (Expense) [Abstract] Notional Amounts Derivative, Notional Amount Derivative financial instruments Derivative Asset Accounts Receivable, Allowance for Credit Loss [Roll Forward] Accounts Receivable, Allowance for Credit Loss [Roll Forward] Supplemental disclosures: Supplemental Cash Flow Information [Abstract] Equity investment in Napatech Equity Securities, FV-NI Operating expense Operating Expense [Member] Total revenue Revenue from Contract with Customer, Excluding Assessed Tax Schedule of Effect of Foreign Exchange Forward Contracts on OCI and Results of Operations Derivative Instruments, Gain (Loss) [Table Text Block] Purchase of intangible assets Payments to Acquire Intangible Assets Total interest and other income (expense), net Nonoperating Income (Expense) Service Service [Member] Statement of Comprehensive Income [Abstract] Statement of Comprehensive Income [Abstract] Effective tax rate Effective Income Tax Rate Reconciliation, Percent Net cash provided by investing activities Net Cash Provided by (Used in) Investing Activities Income (loss) from operations Operating Income (Loss) Variable Rate [Domain] Variable Rate [Domain] Number of new shares (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Number of Additional Shares Authorized Total liabilities and stockholders' equity Liabilities and Equity SUBSEQUENT EVENTS Subsequent Events [Text Block] Rule 10b5-1 Arrangement Terminated Rule 10b5-1 Arrangement Terminated [Flag] All Adjustments to Compensation All Adjustments to Compensation [Member] Fair Value Hierarchy and NAV [Axis] Fair Value Hierarchy and NAV [Axis] Accrued compensation Employee-related Liabilities, Current Prepaid expenses and other assets Increase (Decrease) in Prepaid Expense and Other Assets Additional paid-in capital Additional Paid in Capital Hedging Designation [Axis] Hedging Designation [Axis] Maximum leverage ratio Debt Instrument, Covenant Compliance, Maximum Leverage Ratio Debt Instrument, Covenant Compliance, Maximum Leverage Ratio Accrued Other Derivative Liability, Current Long-term marketable securities Marketable Securities, Noncurrent DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES Derivative Instruments and Hedging Activities Disclosure [Text Block] Derivative Instruments, Gain (Loss) by Hedging Relationship, by Income Statement Location, by Derivative Instrument Risk [Table] Derivative Instruments, Gain (Loss) [Table] Restructuring charges Restructuring charges to operations Restructuring Charges Commitments and Contingencies Disclosure [Abstract] Commitments and Contingencies Disclosure [Abstract] Legal Entity [Axis] Legal Entity [Axis] Interest income Investment Income, Interest Finite-Lived Intangible Assets, Major Class Name [Domain] Finite-Lived Intangible Assets, Major Class Name [Domain] Disposed of by Sale Disposal Group, Disposed of by Sale, Not Discontinued Operations [Member] Right-of-use assets obtained in exchange for new operating lease liabilities Right-of-Use Asset Obtained in Exchange for Operating Lease Liability Underlying Security Market Price Change Underlying Security Market Price Change, Percent Scenario [Domain] Scenario [Domain] Individual: Individual [Axis] Cost related to tax withholding Share-Based Payment Arrangement, Decrease for Tax Withholding Obligation Accumulated Other Comprehensive Income AOCI Attributable to Parent [Member] Revenue, remaining performance obligation, expected timing of satisfaction, period Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Period Inventories and deferred costs Inventory, Net Schedule of Notional Amounts and Fair Values of Derivative Instruments on Consolidated Balance Sheet Schedule of Foreign Exchange Contracts, Statement of Financial Position [Table Text Block] Long-term Debt, Type [Domain] Long-Term Debt, Type [Domain] Product and Service [Axis] Product and Service [Axis] Entity Address, State or Province Entity Address, State or Province Statement [Line Items] Statement [Line Items] Share price (in dollars per share) Share-Based Compensation Arrangement by Share-Based Payment Award, Per Share Weighted Average Price of Shares Purchased Derivative Instruments and Hedging Activities Disclosure [Abstract] Derivative Instruments and Hedging Activities Disclosure [Abstract] Erroneous Compensation Analysis Erroneous Compensation Analysis [Text Block] Operating expenses: Operating Expenses [Abstract] Defined Benefit Plan Disclosure [Line Items] Defined Benefit Plan Disclosure [Line Items] Equity, Class of Treasury Stock [Line Items] Equity, Class of Treasury Stock [Line Items] Compensation Actually Paid vs. Total Shareholder Return Compensation Actually Paid vs. Total Shareholder Return [Text Block] Financial Instruments [Domain] Financial Instruments [Domain] Liabilities and Stockholders' Equity Liabilities and Equity [Abstract] Schedule of Net Periodic Pension Costs of Noncontributory Defined Benefit Pension Plans Schedule of Net Benefit Costs [Table Text Block] Risks and Uncertainties [Abstract] Risks and Uncertainties [Abstract] Debt default, acceleration clause, required consent percentage Debt Instrument, Debt Default, Acceleration Clause, Required Consent Percentage Debt Instrument, Debt Default, Acceleration Clause, Required Consent Percentage Minimum Minimum [Member] Restatement Determination Date Restatement Determination Date Unamortized debt issuance costs Unamortized Debt Issuance Expense Adoption Date Trading Arrangement Adoption Date Pay vs Performance Disclosure Pay vs Performance Disclosure [Table] Long-term deferred revenue and customer deposits Contract with Customer, Liability, Noncurrent Short-term Marketable Securities Short Term Marketable Securities [Member] Short-term Marketable Securities [Member] Operating lease right-of-use assets Operating Lease, Right-of-Use Asset Erroneously Awarded Compensation Recovery Erroneously Awarded Compensation Recovery [Table] Derivative Instruments, Gain (Loss) [Line Items] Derivative Instruments, Gain (Loss) [Line Items] Additions resulting in charges to operations Accounts Receivable, Credit Loss Expense (Reversal) Base Rate Loans Base Rate Loans [Member] Base rate loans [Member] Number of patents allegedly infringed Loss Contingency, Patents Allegedly Infringed, Number Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year Change in Fair Value as of Vesting Date of Prior Year Equity Awards Vested in Covered Year [Member] Derivative Instrument Risk [Axis] Derivative Instrument [Axis] Exercise Price Award Exercise Price NET INCOME (LOSS) PER SHARE Earnings Per Share [Text Block] Accrued compensation and other expenses Increase (Decrease) in Employee Related Liabilities Arrangement Duration Trading Arrangement Duration Issuance of common stock under employee stock purchase plan Stock Issued During Period, Value, Employee Stock Purchase Plan Subsequent Event Subsequent Event [Member] GOODWILL AND INTANGIBLE ASSETS Goodwill and Intangible Assets Disclosure [Text Block] Changes in market value of derivatives, net of (benefit) taxes of (\$139), \$62, \$(100), and \$26, respectively Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), before Reclassification, after Tax Stockholders' equity: Equity, Attributable to Parent [Abstract] Cost of product revenue Cost Of Product Revenue [Member] Cost Of Product Revenue [Member] Peer Group Issuers, Footnote Peer Group Issuers, Footnote [Text Block] Restructuring charges Restructuring Charges Including Foreign Currency Exchange Gains (Losses) Restructuring Charges Including Foreign Currency Exchange Gains (Losses) Restructuring Plan [Axis] Restructuring Plan [Axis] Material Terms of Trading Arrangement Material Terms of Trading Arrangement [Text Block] Unrecognized accounts receivable and deferred revenue Unrecognized Accounts Receivable And Deferred Revenue Unrecognized Accounts Receivable And Deferred Revenue Debt term Debt Instrument, Term 2029 Finite-Lived Intangible Asset, Expected Amortization, Year Four Cost of service revenue Cost Of Service Revenue [Member] Cost Of Service Revenue [Member] All Individuals All Individuals [Member] Q1 FY25 VSP Voluntary Separation Program [Member] Voluntary Separation Program Definite-lived trademark and trade name Trademarks and Trade Names [Member] PEO PEO [Member] Variable Rate [Axis] Variable Rate [Axis] Income Tax Disclosure [Abstract] Income Tax Disclosure [Abstract] Name Trading Arrangement, Individual Name Other income (expense), net Other Nonoperating Income (Expense) Statement of Stockholders' Equity [Abstract] Statement of Stockholders' Equity [Abstract] Intangible assets, net Carrying value of intangible assets Intangible Assets, Net (Excluding Goodwill) Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table] Fair Values Derivatives, Balance Sheet Location, by Derivative Contract Type [Table] One-time Termination Benefits One-time Termination Benefits [Member] Disposal Group Name [Axis] Disposal Group Name [Axis] Remaining lease terms Lessee, Operating Lease, Remaining Lease Term Issuance of common stock under stock plans Proceeds, Issuance of Shares, Share-Based Payment Arrangement, Including Option Exercised Treasury stock at cost, 61,972,197 and 59,912,093 shares at DecemberÂ 31, 2024 and MarchÂ 31, 2024, respectively Treasury Stock, Common, Value Operating lease right-of-use asset amortization Increase (Decrease) in Operating Lease, Right-Of-Use Asset Increase (Decrease) In Operating Lease, Right-Of-Use Asset Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] Awards Close in Time to MNPI Disclosures, Table Awards Close in Time to MNPI Disclosures [Table Text Block] Net income (loss) per share: Net Income Loss Per Share [Abstract] Net Income Loss Per Share [Abstract] ASSETS: Assets, Fair Value Disclosure [Abstract] Issuance of common stock under employee stock plans Stock Issued Disposal Groups, Including Discontinued Operations [Table] Disposal Groups, Including Discontinued Operations [Table] Share-based Payment Arrangement, Expensed and Capitalized, Amount [Table] Share-Based Payment Arrangement, Expensed and Capitalized, Amount [Table] Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year Prior Year End Fair Value of Equity Awards Granted in Any Prior Year that Fail to Meet Applicable Vesting Conditions During Covered Year [Member] Cash and cash equivalents Cash and Cash Equivalents, Fair Value Disclosure Retirement Plan Sponsor Location [Domain] Retirement Plan Sponsor Location [Domain] Aggregate Erroneous Compensation Amount Aggregate Erroneous Compensation Amount Restructuring Cost and Reserve [Line Items] Restructuring Cost and Reserve [Line Items] Commitments and Contingencies Disclosure [Table] Commitments And Contingencies Disclosure [Table] Commitments and Contingencies Disclosure [Table] Local Phone Number Local Phone Number Stock authorized to repurchase under stock repurchase program (in shares) Share Repurchase Program, Authorized, Number of Shares Prepaid Expenses and Other Current Assets Prepaid Expenses and Other Current Assets Prepaid Expenses and Other Current Assets [Member] Aggregate Erroneous Compensation Not Yet Determined Aggregate Erroneous Compensation Not Yet Determined [Text Block] Total operating expenses Operating Expenses Deferred tax liability Deferred Income Tax Liabilities, Net Retirement Plan Sponsor Location [Axis] Retirement Plan Sponsor Location [Axis] Changes in assets and liabilities Increase (Decrease) in Operating Capital [Abstract] SOFR Secured Overnight Financing Rate (SOFR) [Member] PEO Total Compensation Amount PEO Total Compensation Amount Percentage of common stock price for employees Share-Based Compensation Arrangement by Share-Based Payment Award, Purchase Price of Common Stock, Percent Income Statement Location [Axis] Income Statement Location [Axis] Statement of Income Location, Balance [Axis] Share Repurchase Program [Domain] Share Repurchase Program [Domain] COMMITMENTS AND CONTINGENCIES Commitments and Contingencies Disclosure [Text Block] Debt Disclosure [Abstract] Debt Disclosure [Abstract] Common Stock Voting Common Stock [Member] Measure: Measure [Axis] Issuance of common stock pursuant to vesting of restricted stock units Shares Issued, Value, Share-Based Payment Arrangement, after Forfeiture Loss recognized in Income Derivative, Loss on Derivative Preferred stock, shares authorized (in shares) Preferred Stock, Shares Authorized Forgone Recovery due to Expense of Enforcement, Amount Forgone Recovery due to Expense of Enforcement, Amount Line of Credit Line of Credit [Member] Entity Emerging Growth Company Entity Emerging Growth Company Accrued long-term retirement benefits Deferred Compensation Liability, Classified, Noncurrent Total liabilities Liabilities, Fair Value Disclosure Segment Reporting [Abstract] Segment Reporting [Abstract] Shares paid for tax withholding (in shares) Share-Based Payment Arrangement, Shares Withheld for Tax Withholding Obligation Entity Central Index Key Entity Central Index Key Scenario [Axis] Scenario [Axis] General and administrative General and Administrative Expense [Member] Thereafter Lessee, Operating Lease, Liability, Payments, Due after Year Four Lessee, Operating Lease, Liability, Payments, Due after Year Four Schedule of Inventories Schedule of Inventory, Current [Table Text Block] Non-GAAP Measure Description Non-GAAP Measure Description [Text Block] Discontinued Operations and Disposal Groups [Abstract] Non-PEO NEO Average Compensation Actually Paid Amount Non-PEO NEO Average Compensation Actually Paid Amount Award Timing, How MNPI Considered Award Timing, How MNPI Considered [Text Block] Equity Component [Domain] Equity Component [Domain] Preferred stock, par value (in dollars per share) Preferred Stock, Par or Stated Value Per Share Financial Instrument [Axis] Financial Instrument [Axis] SEGMENT AND GEOGRAPHIC INFORMATION Segment Reporting Disclosure [Text Block] Class of Treasury Stock [Table] Class of Treasury Stock [Table] Additional 402(v) Disclosure Additional 402(v) Disclosure [Text Block] Entity Shell Company Entity Shell Company Entity Incorporation, State or Country Code Entity Incorporation, State or Country Code Capitalized contract cost Capitalized Contract Cost, Net Title Trading Arrangement, Individual Title Statement [Table] Statement [Table] Counterparty Name [Axis] Counterparty Name [Axis] City Area Code City Area Code Current liabilities: Liabilities, Current [Abstract] Cash paid for interest Interest Paid, Excluding Capitalized Interest, Operating Activities Disposal Group Classification [Domain] Disposal Group Classification [Domain] Stock-based compensation expense for restricted stock units granted to employees APIC, Share-Based Payment Arrangement, Restricted Stock Unit, Increase for Cost Recognition Share Repurchase Program, May 2022 Share Repurchase Program, May 2022 [Member] Share Repurchase Program, May 2022 Insider Trading Policies and Procedures Not Adopted Insider Trading Policies and Procedures Not Adopted [Text Block] Level 1 Fair Value, Inputs, Level 1 [Member] Total current assets Assets, Current Statement of Cash Flows [Abstract] Statement of Cash Flows [Abstract] Non-cash transactions: Noncash Investing and Financing Items [Abstract] Distributor relationships and technology licenses Distributor Relationships And Technology Licenses [Member] Distributor Relationships And Technology Licenses [Member] Treasury stock repurchases Value of shares repurchased Payments for Repurchase of Common Stock Schedule of Long-term Debt Instruments [Table] Schedule of Long-Term Debt Instruments [Table] Contributions to defined benefit pension plans Defined Benefit Plan, Plan Assets, Contributions by Employer Long-term debt Long-Term Debt, Excluding Current Maturities Thereafter Finite-Lived Intangible Asset, Expected Amortization, after Year Four Finite-Lived Intangible Asset, Expected Amortization, after Year Four Schedule of Segment Reporting Information, by Segment [Table] Schedule of Segment Reporting Information, by Segment [Table] Restructuring Reserve [Roll Forward] Restructuring Reserve [Roll Forward] Subsequent Event Type [Axis] Subsequent Event Type [Axis] Other Other Intangible Assets [Member] Revenue, remaining performance obligation, percentage Revenue, Remaining Performance Obligation, Percentage INCOME TAXES Income Tax Disclosure [Text Block] 2029 Lessee, Operating Lease, Liability, to be Paid, Year Four Earnings Per Share [Abstract] Earnings Per Share [Abstract] STOCKHOLDERS' EQUITY: Equity [Abstract] Available-for-sale securities: Debt Securities, Available-for-Sale, Fair Value, Fiscal Year Maturity [Abstract] (Accumulated deficit) retained earnings Retained Earnings (Accumulated Deficit) Domestic Plan Domestic Plan [Member] Inventories and deferred costs Increase (Decrease) in Inventories General and administrative General and Administrative Expense

Other Noncurrent Liabilities Other Noncurrent Liabilities [Member] Organization, Consolidation and Presentation of Financial Statements [Abstract] Organization, Consolidation and Presentation of Financial Statements [Abstract] Aggregate Available Trading Arrangement, Securities Aggregate Available Amount Equity Awards Adjustments Equity Awards Adjustments [Member] Weighted average discount rate - operating leases Operating Lease, Weighted Average Discount Rate, Percent Present value of lease liabilities Operating Lease, Liability Net cash used in financing activities Net Cash Provided by (Used in) Financing Activities Underlying Securities Award Underlying Securities Amount Credit Facility [Axis] Credit Facility [Axis] Preferred stock, \$0.001 par value: Preferred Stock, Number of Shares, Par Value and Other Disclosure [Abstract] Amendment Flag Amendment Flag Loss Contingency Nature [Axis] Loss Contingency Nature [Axis] Entity Registrant Name Entity Registrant Name Loss on disposal of fixed assets Gain (Loss) on Disposition of Property Plant Equipment Adjustment to Non-PEO NEO Compensation Footnote Adjustment to Non-PEO NEO Compensation Footnote [Text Block] Stock Appreciation Rights (SARs) Stock Appreciation Rights (SARs) [Member] Depreciation and amortization Depreciation, Depletion and Amortization Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Table] Gross profit Gross Profit Cumulative translation adjustments Cumulative translation adjustments Other Comprehensive Income (Loss), Foreign Currency Transaction and Translation Adjustment, Net of Tax, Portion Attributable to Parent Fair Value as of Grant Date Award Grant Date Fair Value Subsequent Events [Abstract] Subsequent Events [Abstract] Level 2 Fair Value, Inputs, Level 2 [Member] Payment for common stock Payment For Common Stock, Derivative Instrument Payment For Common Stock, Derivative Instrument Fair Value Hierarchy and NAV [Domain] Fair Value Hierarchy and NAV [Domain] Geographical [Domain] Geographical [Domain] Amortization of capitalized costs to obtain contracts Capitalized Contract Cost, Amortization Recovery of Erroneously Awarded Compensation Disclosure [Line Items] Entity Address, Postal Zip Code Entity Address, Postal Zip Code Schedule of Restructuring and Related Costs [Table] Restructuring Cost [Table] Unrealized loss related to foreign currency translation Equity Securities, FV-NI, Unrealized Loss Restatement Determination Date: Restatement Determination Date [Axis] Title of 12(b) Security Title of 12(b) Security 300,000,000 shares authorized; 133,718,142 and 131,316,309 shares issued and 71,745,945 and 71,404,216 shares outstanding at DecemberÂ 31, 2024 and MarchÂ 31, 2024, respectively Common Stock, Value, Issued Share-based Payment Arrangement [Abstract] Share-Based Payment Arrangement [Abstract] Asset retirement obligation Asset Retirement Obligation Cash and cash equivalents Cash and Cash Equivalents, at Carrying Value Enhancement Award Enhancement Award [Member] Enhancement Award Other Assets Other Noncurrent Assets [Member] Certificates of deposit Certificates of deposit Certificates of Deposit [Member] Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested Year-over-Year Change in Fair Value of Equity Awards Granted in Prior Years That are Outstanding and Unvested [Member] Finite-Lived Intangible Assets [Line Items] Finite-Lived Intangible Assets [Line Items] Raw materials Inventory, Raw Materials, Gross Loss on extinguishment of debt Gain (Loss) on Extinguishment of Debt Cash flows from financing activities: Net Cash Provided by (Used in) Financing Activities [Abstract] Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested Year-end Fair Value of Equity Awards Granted in Covered Year that are Outstanding and Unvested [Member] Unrealized gain related to foreign currency translation Equity Securities, FV-NI, Unrealized Gain 5,000,000 shares authorized; no shares issued or outstanding at DecemberÂ 31, 2024 and MarchÂ 31, 2024 Preferred Stock, Value, Issued To Business Test Optimization Business [Member] Test Optimization Business Finished goods Inventory, Finished Goods, Gross Forward contracts Forward contracts Forward Contracts [Member] ESPP Employee Stock [Member] Basic net income (loss) per share (in dollars per share) Earnings Per Share, Basic Accounts payable Increase (Decrease) in Accounts Payable Adjustment To PEO Compensation, Footnote Adjustment To PEO Compensation, Footnote [Text Block] Award Timing MNPI Disclosure Award Timing MNPI Disclosure [Text Block] Additions to property, plant and equipment included in accounts payable Capital Expenditures Incurred but Not yet Paid Aggregate Pension Adjustments Service Cost Aggregate Pension Adjustments Service Cost [Member] Derivatives Designated as Hedging Instruments: Designated as Hedging Instrument [Member] Compensation Actually Paid vs. Other Measure Compensation Actually Paid vs. Other Measure [Text Block] Total current liabilities Liabilities, Current Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year Vesting Date Fair Value of Equity Awards Granted and Vested in Covered Year [Member] Weighted average common shares outstanding used in computing: Weighted Average Number of Shares Outstanding, Diluted [Abstract] Share Repurchase Program [Axis] Share Repurchase Program [Axis] Total assets Assets 2026 Finite-Lived Intangible Asset, Expected Amortization, Year One Amount outstanding under credit facility Long-Term Line of Credit Schedule of Intangible Assets Schedule of Acquired Finite-Lived Intangible Assets by Major Class [Table Text Block] Reclassification adjustment for net gains (losses) included in net income (loss), (benefit) taxes Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, Tax Purchase of fixed assets Payments to Acquire Property, Plant, and Equipment Other long-term liabilities Other Liabilities, Noncurrent TREASURY Stock Treasury Stock [Text Block] Forgone Recovery due to Violation of Home Country Law, Amount Forgone Recovery due to Violation of Home Country Law, Amount Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Commitments and contingencies (Note 14) Commitments and Contingencies Commitments and Contingencies Disclosure [Line Items] Commitments And Contingencies Disclosure [Line Items] Commitments and Contingencies Disclosure [Line Items] Jean Bua [Member] Jean Bua Termination Date Trading Arrangement Termination Date Operating lease liabilities Increase (Decrease) In Operating Lease Liabilities Increase (Decrease) In Operating Lease Liabilities Long-term Marketable Securities Long Term Marketable Securities [Member] Long-term Marketable Securities [Member] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] Fair Value, Assets and Liabilities Measured on Recurring and Nonrecurring Basis [Line Items] 2027 Lessee, Operating Lease, Liability, to be Paid, Year Two SHARE-BASED COMPENSATION Share-Based Payment Arrangement [Text Block] Derivatives Not Designated as Hedging Instruments: Not Designated as Hedging Instrument [Member] Entity Address, City or Town Entity Address, City or Town Deferred costs Other Inventory, Capitalized Costs, Gross Recoveries of previously reserved balances Accounts Receivable, Allowance for Credit Loss, Recovery Proceeds from issuance of long-term debt Proceeds from Issuance of Long-Term Debt Due after 1 year through 5 years Debt Securities, Available-for-Sale, Fair Value, Maturity, Allocated and Single Maturity Date, after Year One Through Five Debt Instrument [Axis] Debt Instrument [Axis] Share-based compensation expense Share-Based Payment Arrangement, Expense DIVESTITURES Disposal Groups, Including Discontinued Operations, Disclosure [Text Block] Net income (loss) Net income (loss) Net loss Net Income (Loss) Attributable to Parent Trading Arrangement: Trading Arrangement [Axis] Number of employees participating in noncontributory defined benefit pension plans Defined Benefit Plan, Number Of Employees Covered Defined Benefit Plan, Number Of Employees Covered Investments, Debt and Equity Securities [Abstract] Investments, Debt and Equity Securities [Abstract] Number of shares acquired (in shares) Derivative Instrument, Number Of Shares Acquired Derivative Instrument, Number Of Shares Acquired Pay vs Performance Disclosure, Table Pay vs Performance [Table Text Block] Current borrowing capacity Line of Credit Facility, Current Borrowing Capacity Equity Awards Adjustments, Excluding Value Reported in Compensation Table Equity Awards Adjustments, Excluding Value Reported in the Compensation Table [Member] Purchased shares under ESPP (in shares) Share-Based Compensation Arrangement by Share-Based Payment Award, Shares Purchased for Award Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year Dividends or Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation for Covered Year [Member] Entity File Number Entity File Number LIABILITIES: Liabilities, Fair Value Disclosure [Abstract] REVENUE Revenue from Contract with Customer [Text Block] Document Fiscal Year Focus Document Fiscal Year Focus Income Statement [Abstract] Income Statement [Abstract] Entity Address, Address Line One Entity Address, Address Line One Debt Instrument, Name [Domain] Debt Instrument, Name [Domain] Effect of exchange rate changes on cash and cash equivalents Effect of Exchange Rate on Cash, Cash Equivalents, Restricted Cash, and Restricted Cash Equivalents, Continuing Operations Denominator: Weighted Average Number of Shares Outstanding, Basic [Abstract] Restructuring Plan [Domain] Restructuring Plan [Domain] Total assets Assets, Fair Value Disclosure Accrued other Other Accrued Liabilities, Current Name Forgone Recovery, Individual Name 2025 (remaining three months) Lessee, Operating Lease, Liability, to be Paid, Remainder of Fiscal Year Weighted average remaining lease term in years - operating leases Operating Lease, Weighted Average Remaining Lease Term Document Period End Date Document Period End Date Loss Contingency, Nature [Domain] Loss Contingency, Nature [Domain] Other gains Other Noncash Income (Expense) Award Timing MNPI Considered Award Timing MNPI Considered [Flag] Base Rate Base Rate [Member] Total lease payments Lessee, Operating Lease, Liability, to be Paid Insider Trading Arrangements [Line Items] CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS Cash and Cash Equivalents Disclosure [Text Block] Line of Credit Facility [Line Items] Line of Credit Facility [Line Items] Inventory Disclosure [Abstract] Inventory Disclosure [Abstract] Outstanding Aggregate Erroneous Compensation Amount Outstanding Aggregate Erroneous Compensation Amount Post-suit Damages Post-Suit Damages [Member] Post-Suit Damages [Member] 2028 Lessee, Operating Lease, Liability, to be Paid, Year Three PEO Actually Paid Compensation Amount PEO Actually Paid Compensation Amount Total cost of revenue Cost of Revenue Revenue recognized Contract with Customer, Liability, Revenue Recognized Adjustment to Compensation: Adjustment to Compensation [Axis] Managing period of hedging forecasted cash flows for operating expenses denominated in foreign currencies Hedging Forecasted Cash Flows For Operating Expenses Denominated In Foreign Currencies Managed In Months Hedging Forecasted Cash Flows For Operating Expenses Denominated In Foreign Currencies Managed In Months Prepaid expenses and other current assets Prepaid Expense and Other Assets, Current Document Transition Report Document Transition Report Document Quarterly Report Document Quarterly Report Reclassification adjustment for net gains (losses) included in net income (loss), net of taxes (benefits) of \$28, \$9, \$38, and (\$18), respectively Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), Reclassification, after Tax Fair Value, Recurring and Nonrecurring [Table] Fair Value, Recurring and Nonrecurring [Table] Accumulated other comprehensive income Accumulated Other Comprehensive Income (Loss), Net of Tax Entity Current Reporting Status Entity Current Reporting Status (Accumulated Deficit) Retained Earnings Retained Earnings [Member] Pension Adjustments Service Cost Pension Adjustments Service Cost [Member] Net income (loss) per share - basic (in shares) Denominator for basic net income (loss) per share - weighted average common shares outstanding (in shares) Weighted Average Number of Shares Outstanding, Basic Stock Price or TSR Estimation Method Stock Price or TSR Estimation Method [Text Block] Changes in unrealized (losses) gains, tax expense (benefit) OCI, Debt Securities, Available-for-Sale, Unrealized Holding Gain (Loss), before Adjustment, Tax Expected cash contribution requirements for defined benefit pension plans, less than Defined Benefit Plan, Expected Future Employer Contributions, Current Fiscal Year Senior Secured Revolving Credit Facility Leverage Ratio Terms Two Revolving Credit Facility Leverage Ratio Terms 2 [Member] Revolving Credit Facility Leverage Ratio Terms 2 [Member] Restricted Stock Units Restricted stock units Restricted Stock Units (RSUs) [Member] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Increase (Decrease) in Stockholders' Equity [Roll Forward] Executive Category: Executive Category [Axis] Purchase of marketable securities and investments Payments to Acquire Investments Name Awards Close in Time to MNPI Disclosures, Individual Name Entity Filer Category Entity Filer Category Balance at March 31, 2024 Balance at DecemberÂ 31, 2024 Restructuring Reserve Revenue, remaining performance obligation, amount Revenue, Remaining Performance Obligation, Amount Income Statement Location [Domain] Income Statement Location [Domain] Statement of Income Location, Balance [Domain] Cost of revenue: Cost of Revenue [Abstract] Voting stock pledge limit for any foreign subsidiary Capital Stock Pledge, Percentage Capital Stock Pledge, Percentage Letter of Credit Sub-facility Letter of Credit [Member] Total net change in market value of derivatives Unrealized net (losses) gains on derivative financial instruments Other Comprehensive Income (Loss), Cash Flow Hedge, Gain (Loss), after Reclassification and Tax, Parent Company Selected Measure Name Company Selected Measure Name EX-101.PRE 10 nctc-20241231_pre.xml XBRL TAXONOMY EXTENSION PRESENTATION LINKBASE DOCUMENT XML 12 R1.htm IDEA: XBRL DOCUMENT v.3.25.0.1 Cover - shares 9 Months Ended Dec. 31, 2024 Jan. 30, 2025 Cover [Abstract] A _ Document Type 10-Q A _ Document Quarterly Report true A _ Document Period End Date Dec. 31, 2024 A _ Document Transition Report false A _ Entity File Number 000-26251 A _ Entity Registrant Name NETSCOUT SYSTEMS, INC. A _ Entity Incorporation, State or Country Code DE A _ Entity Tax Identification Number 04-2837575 A _ Entity Address, Address Line One 310 Littleton Road A _ Entity Address, City or Town Westford A _ Entity Address, State or Province MA A _ Entity Address, Postal Zip Code 01886 A _ City Area Code 978 A _ Local Phone Number 614-4000 A _ Title of 12(b) Security Common Stock, \$0.001 par value per share A _ Trading Symbol NTCT A _ Security Exchange Name NASDAQ A _ Entity Current Reporting Status Yes A _ Entity Interactive Data Current Yes A _ Entity Filer Category Large Accelerated Filer A _ Entity Main Business false A _ Entity Emerging Growth Company false A _ Entity Shell Company false A _ Entity Common Stock, Shares Outstanding (in shares) A _ 71,754,689 Entity Central Index Key 0001078075 A _ Current Fiscal Year End Date --03-31 A _ Document Fiscal Year Focus 2025 A _ Document Fiscal Period Focus Q3 A _ Amendment Flag false A _ 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.xbrli.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.xbrli.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.xbrli.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:yesNoItem Type Balance Type: na Period Type: duration X - DefinitionIndicate if registrant meets the emerging growth company criteria. + ReferencesReference 1:

[http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(iii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4](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)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 4): [http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5](http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3Reference 5): [http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6](http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-28Reference 6): <http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 7>: <http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483467/210-10-45-1Reference 8>: [http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(9\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9](http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(9)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 9): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 10): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 11): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 12): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 13](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(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)(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 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)(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)(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)(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)(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/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/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/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/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://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 -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 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://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 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 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(15\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479107/946-210-S99-1 + Details Name: us-gaap CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap CommonStockNumberOfSharesParValueAndOtherDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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://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/1943274/2147479107/946-210-S99-1 + Details Name: us-gaap CommitmentsAndContingencies Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap CommonStockNumberOfSharesParValueAndOtherDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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://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 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2">http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 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 - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable, classified as current. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3](http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3): [http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2">http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479837/606-10-45-2 + Details Name: us-gaap ContractWithCustomerLiabilityCurrent 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://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-8Reference 3): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2">http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1): [http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-03\(a\)\(15\)\(b\)\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 2](http://www.xbrl.org/2003/role/disclosureRef -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482525/740-10-45-6 + Details Name: us-gaap DeferredIncomeTaxAssetsNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount, after deferred tax asset, of deferred tax liability attributable to taxable differences with jurisdictional netting. + ReferencesReference 1):

Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-3Reference 10: [http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-25](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/1943274/2147481231/810-10-45-25)Reference 11:

Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483032/340-10-45-1Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 340 -SubTopic 10 -Name Accounting Standards Codification -Section 05 -Paragraph 5 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482955/340-10-05-5 + Details Name: us-gaap_PrepaidTaxes Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount after accumulated depreciation, depletion and amortization of physical assets used in the normal conduct of business to produce goods and services and not intended for resale. Examples include, but are not limited to, land, buildings, machinery and equipment, office equipment, and furniture and fixtures. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 1 -SubTopic 10 -Topic 360 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482099/360-10-50-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-7AReference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-03(a)(8)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478777/944-210-S99-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 360 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478451/942-360-50-1 + Details Name: us-gaap_PropertyPlantAndEquipmentNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of accumulated undistributed earnings (deficit). + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(30)(a)(3)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (h)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480016/944-40-65-2Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -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 - DefinitionAmount allocated to previously issued common shares repurchased by the issuing entity and held in 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(30)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 505 -SubTopic 30 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481520/505-30-50-4Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 14 R3.htm IDEA: XBRL DOCUMENT v3.25.0.1 Consolidated Balance Sheets (Parenthetical) - USD (\$) in Thousands Dec. 31, 2024 Mar. 31, 2024 Statement of Financial Position [Abstract] Å Å Allowance for credit allowances \$ 85 \$ 479 Preferred stock, par value (in dollars per share) \$ 0.001 \$ 0.001 Preferred stock, shares authorized (in shares) 5,000,000 5,000,000 Preferred stock, shares issued (in shares) 0 0 Preferred stock, shares outstanding (in shares) 0 0 Common stock, par value (in dollars per share) \$ 0.001 \$ 0.001 Common stock, shares authorized (in shares) 300,000,000 300,000,000 Common stock, shares issued (in shares) 133,718,142 131,316,309 Common stock, shares outstanding (in shares) 71,745,945 71,404,216 Treasury stock, shares (in shares) 61,972,197 59,912,093 X - DefinitionAmount of allowance for credit loss on accounts receivable, classified as current. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479344/326-20-45-1Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481962/310-10-50-4 + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableCurrent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionFace amount or stated value per share of common stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(29)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap_CommonStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemBalance 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:sharesItemBalance 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:sharesItemBalance 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:sharesItemBalance Type: na Period Type: instant X - DefinitionFace amount or stated value per share of preferred stock nonredeemable or redeemable solely at the option of the issuer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockParOrStatedValuePerShare Namespace Prefix: us-gaap_ Data Type: dtr-types:perShareItemBalance Type: na Period Type: instant X - DefinitionThe maximum number of nonredeemable preferred shares (or preferred stock redeemable solely at the option of the issuer) permitted to be issued by an entity's charter and bylaws. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1 + Details Name: us-gaap_PreferredStockSharesAuthorized Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemBalance Type: na Period Type: instant X - DefinitionNumber of shares issued for nonredeemable preferred shares and preferred shares redeemable solely at option of issuer. Includes, but is not limited to, preferred shares issued, repurchased, and held as treasury shares. Excludes preferred shares classified as debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-13 + Details Name: us-gaap_PreferredStockSharesIssued Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemBalance Type: na Period Type: instant X - DefinitionAggregate share number for all nonredeemable preferred stock (or preferred stock redeemable solely at the option of the issuer) held by stockholders. Does not include preferred shares that have been repurchased. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(28)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.6-05(4)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-2Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(4)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.6-04(16)(a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference 5: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 3 -Subparagraph (SX 210.6-09(7)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479134/946-220-S99-3 + Details Name: us-gaap_PreferredStockSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemBalance Type: na Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfFinancialPositionAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemBalance Type: na Period Type: duration X - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemBalance Type: na Period Type: instant XML 15 R4.htm IDEA: XBRL DOCUMENT v3.25.0.1 Consolidated Statements of Operations - USD (\$) shares in Thousands, \$ in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2023 Dec. 31, 2023 Dec. 31, 2023 Dec. 31, 2023 Revenue: Å Å Å Total revenue \$ 252,019 \$ 218,072 \$ 617,692 \$ 626,012 Cost of revenue: Å Å Å Total cost of revenue 46,612 43,624 133,038 137,072 Gross profit 205,407 174,448 484,654 488,940 Operating expenses: Å Å Å Research and development 37,753 37,023 116,127 117,655 Sales and marketing 69,933 69,124 201,489 209,070 General and administrative 23,484 23,109 72,807 73,975 Amortization of acquired intangible assets 11,601 12,533 34,857 37,790 Restructuring charges 923 0 19,895 0 Goodwill impairment 0 167,106 426,967 167,106 Gain on divestiture of a business 0 0 (3,806) Total operating expenses 143,694 308,895 872,142 601,790 Income (loss) from operations 61,713 (134,447) (387,488) (112,850) Interest and other income (expense), net: Å Å Å Interest income 2,533 2,145 8,177 6,942 Interest expense (2,649) (2,208) (6,395) (6,475) Other income (expense), net (4,222) 792 1,711 805 Total interest and other income (expense), net (4,338) 729 3,493 1,272 Income (loss) before income tax expense (benefit) 57,375 (133,718) (383,995) (111,578) Income tax expense (benefit) 8,565 (1,141) 1,544 3,737 Net income (loss) \$ 48,810 \$ (132,577) \$ (385,539) \$ (115,315) Basic net income (loss) per share (in dollars per share) \$ 0.68 \$ (1.87) \$ (5.39) \$ (1.61) Diluted net income (loss) per share (in dollars per share) \$ 0.67 \$ (1.87) \$ (5.39) \$ (1.61) Weighted average common shares outstanding used in computing: Å Å Å Net income (loss) per share - basic (in shares) 71,737 71,077 71,551 71,577 Net income (loss) per share - diluted (in shares) 72,569 71,077 71,551 71,577 Product Å Å Å

Revenue: A A A Total revenue \$ 128,175 \$ 95,832 \$ 270,377 \$ 271,038 Cost of revenue: A A A Total cost of revenue 16,362 15,251 41,806 48,006 Service A A A Revenue: A A A A A Total revenue 123,844 122,240 347,315 354,974 Cost of revenue: A A A Total cost of revenue \$ 30,250 \$ 28,373 \$ 91,232 \$ 89,066 X - DefinitionAmortization of Acquired Intangible Assets + ReferencesNo definition available. + Details Name: ntct AmortizationOfAcquiredIntangibleAssets Namespace Prefix: ntct Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate cost of goods produced and sold and services rendered during the reporting period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph \(SX 210.5-03\(2\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(2)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 3: [http://www.xbrl.org/2003/role/disclosureRef -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(g\)\(1\)\(ii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](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-S99-1)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef -Topic 323 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3](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/1943274/2147481687/323-10-50-3)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 28 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482097/825-10-50-28](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/1943274/2147482097/825-10-50-28)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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)(ii)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1)Reference 7: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 13: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(B\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 14: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 15: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 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\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1](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-S99-1)Reference 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\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097](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-S99-1)

Topic 825 - SubTopic 10 - Name Accounting Standards Codification - Section 50 - Paragraph 28 - SubParagraph (f) - Publisher FASB - URI <https://asc.fasb.org/1943274/2147482907/825-10-28Reference 13>: [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(i\)\) -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 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(i)) -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 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(ii\)\) -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 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(ii)) -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 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 16): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(4\)\(iv\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(4)(iv)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 17): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph \(SX 210.13-01\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1A -Subparagraph (SX 210.13-01(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1AReference 18): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(i\)\) -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 599 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(i)) -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 599 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(4\)\(iii\)\(A\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(4)(iii)(A)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 20): [http://www.xbrl.org/2003/role/disclosureRef 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https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 22): [http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23](http://www.xbrl.org/2003/role/disclosureRef -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 599 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1BReference 23): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-22Reference 2](http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 31 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-31 + Details Name: us-gaap GrossProfit Namespace Prefix: us-gaap Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount of income (loss) from continuing operations, including income (loss) from equity method investments, before deduction of income tax expense (benefit), and income (loss) attributable to noncontrolling interest. + ReferencesReference 1: <a href=): <http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 48 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-48Reference 3>: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 32 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-32Reference 4): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 30 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482810/280-10-50-30Reference 5): [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482964/270-10-50-1Reference 6](http://www.xbrl.org/2009/role/commonPracticeRef -Topic 270 -SubTopic 10 -Name Accounting Standards 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Type: duration X - DefinitionThe aggregate amount of income or expense from ancillary business-related activities (that is to say, excluding major activities considered part of the normal operations of the business). + 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(7)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2> + Details Name: us-gaap_NonoperatingIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NonoperatingIncomeExpenseAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na 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/1943274/2147482810/280-10-50-22>Reference 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/1943274/2147482810/280-10-50-32>Reference 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/1943274/2147482810/280-10-50-30>Reference 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/1943274/2147482964/270-10-50-1>Reference 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/1943274/2147482810/280-10-50-32>Reference 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/1943274/2147482810/280-10-50-32>Reference 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 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/1943274/2147482785/280-10-55-48>Reference 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/1943274/2147481283/985-20-50-2>Reference 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/1943274/2147482916/730-10-50-1>Reference 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 of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + 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/1943274/2147482740/230-10-45-28>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482047/420-10-45-3>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-1> + Details Name: us-gaap_RestructuringCharges 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/1943274/2147482810/280-10-50-41>Reference 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/1943274/2147482964/270-10-50-1>Reference 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/1943274/2147482810/280-10-50-32>Reference 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/1943274/2147482810/280-10-50-32>Reference 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/1943274/2147482810/280-10-50-32>Reference 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-S99-1>Reference 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/1943274/2147479806/606-10-50-5>Reference 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/1943274/2147482810/280-10-50-30>Reference 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/1943274/2147482810/280-10-50-42>Reference 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/1943274/2147482810/280-10-50-22>Reference 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/1943274/2147482810/280-10-50-40>Reference 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/1943274/2147482810/280-10-50-22>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-4> + Details Name: us-gaap_RevenueFromContractWithCustomerExcludingAssessedTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_RevenuesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe aggregate total amount of expenses directly related to the marketing or selling of products or services. + ReferencesNo definition available. + Details Name: us-gaap_SellingAndMarketingExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe average number of shares or units issued and outstanding that are used in calculating diluted EPS or earnings per unit (EPU), determined based on the timing of issuance of shares or units in the period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482662/260-10-50-1>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 16 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482689/260-10-45-16> + Details Name: us-gaap_WeightedAverageNumberOfDilutedSharesOutstanding Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionNumber of [basic] shares or units, after adjustment for contingently issuable shares or units and other shares or units not deemed outstanding, determined by relating the portion of time within a reporting period that common shares or units have been outstanding to the total time in that period. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482662/260-10-50-1>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482689/260-10-45-10> + Details Name: us-gaap_WeightedAverageNumberOfSharesOutstandingBasic Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - Details Name: srt_ProductOrServiceAxis=us-gaap_ProductMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_ProductOrServiceAxis=us-gaap_ServiceMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 16 RS.htm IDEA: XBRL DOCUMENT v3.25.0.1 Consolidated Statements of Comprehensive Income (Loss) - USD (\$) in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Statement of Comprehensive Income (Abstract) Á Á Á Net income (loss) \$ 48,810 \$ (132,577) \$ (385,539) \$ (115,315) Other comprehensive income (loss): Á Á Á Cumulative translation adjustments (678) 216 (281) 146 Changes in market value of investments: Á Á Á Changes in unrealized (losses) gains, net of (benefit) taxes of (\$1), \$18, \$8 and (\$13), respectively (2) 57 26 (40) Total net change in market value of investments (2) 57 26 (40) Changes in market value of derivatives: Á Á Á Changes in market value of derivatives, net of (benefit) taxes of (\$139), \$62, \$ (100), and \$26, respectively (437) 188 (318) 84 Reclassification adjustment for net gains (losses) included in net income (loss), net of taxes (benefits) of \$28, \$9, \$38, and (\$18), respectively 86 30 121 (58) Total net change in market value of derivatives (351) 218 (197) 26 Other comprehensive income (loss) (1,031) 491 (452) 132 Total comprehensive income (loss) \$ 47,779 \$ (132,086) \$ (385,991) \$ (115,183) 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-S99-2>Reference 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-S99-1>Reference 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-S99-1>Reference 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/1943274/2147482790/220-10-45-1A>Reference 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/1943274/2147482790/220-10-45-1B>Reference 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-S99-1>Reference 7: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 220 -SubTopic 10 -Section 45 -Paragraph 5 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-5> + Details Name: us-gaap_ComprehensiveIncomeNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe 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/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147483443/250-10-50-9>Reference 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/1943274/2147476176/805-60-65-1>Reference 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/1943274/2147478666/740-323-65-2>Reference 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-S99-2>Reference 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-S99-1>Reference 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/1943274/2147481687/323-10-50-3>Reference 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/1943274/2147482907/825-10-50-28>Reference 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/1943274/2147482765/220-10-50-6>Reference 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/1943274/2147483443/250-10-50-3>Reference 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/1943274/2147483443/250-10-50-1>Reference 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/1943274/2147480175/815-40-65-1>Reference 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/1943274/2147483443/250-10-50-8>Reference 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/1943274/2147483443/250-10-50-11>Reference 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/1943274/2147483443/250-10-50-11>Reference 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/1943274/2147483443/250-10-50-4>Reference 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/1943274/2147479168/946-830-55-10>Reference 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/1943274/2147479105/946-220-45-7>Reference 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-S99-1>Reference 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-S99-1>Reference 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 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_OtherComprehensiveIncomeDerivativesQualifyingAsHedgesNetOfTaxPeriodIncreaseDecreaseAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type: na Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to parent entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481231/810-10-45-19Reference> 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 20 -SubTopic 10 -Topic 810 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481231/810-10-45-20Reference> 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (c)(3) -SubTopic 10 -Topic 810 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481203/810-10-50-1A> + Details Name: us-gaap_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OtherComprehensiveIncomeLossAvailableForSaleSecuritiesAdjustmentBeforeReclassificationAdjustmentsNetOfTaxAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness, attributable to parent. + ReferencesReference 1: <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_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTaxParent Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <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/1943274/2147482790/220-10-45-11Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-10A> + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossBeforeReclassificationAfterTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax, of reclassification of gain (loss) from accumulated other comprehensive income (AOCl) for derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <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/1943274/2147482790/220-10-45-11Reference> 2: <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/1943274/2147482790/220-10-45-11Reference> 3: <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/1943274/2147482790/220-10-45-11Reference> 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-6Reference> 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1B -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-1BReference> 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1A -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-1A> + Details Name: us-gaap_OtherComprehensiveIncomeLossNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes 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 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481800/320-10-50-9Reference> 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 11 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-11> + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration XML 17 R6.htm IDEA: XBRL DOCUMENT v3.25.0.1 Consolidated Statements of Comprehensive Income (Loss) (Parenthetical) - USD (\$) in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Statement of Comprehensive Income [Abstract] Á Á Á Changes in unrealized (losses) gains, tax expense (benefit) \$ (1) \$ 18 \$ 8 \$ (13) Changes in market value of derivatives, tax expense (benefit) (139) 62 (100) 26 Reclassification adjustment for net gains (losses) included in net income (loss), (benefit) taxes \$ 28 \$ 9 \$ 38 \$ (18) X - DefinitionAmount, before reclassification, of tax expense (benefit) for gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-12> + Details Name: us-gaap_OtherComprehensiveIncomeLossCashFlowHedgeGainLossBeforeReclassificationTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - DefinitionAmount of tax expense (benefit) for reclassification of gain (loss) from accumulated other comprehensive income (AOCl) for derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 12 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-12Reference> 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 10A -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482790/220-10-45-10A> + Details Name: us-gaap_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodTax Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItem Type Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_StatementOfIncomeAndComprehensiveIncomeAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration XML 18 R7.htm IDEA: XBRL DOCUMENT v3.25.0.1 Consolidated Statements of Stockholders' Equity - USD (\$) in Thousands Total Common Stock Voting Additional Paid In Capital Accumulated Other Comprehensive Income Treasury Stock (Accumulated Deficit) Retained Earnings Beginning balance, common stock (in shares) at Mar. 31, 2023 Á 128,683,824 Á Á Á Beginning balance at Mar. 31, 2023 Á 2,029,649 Á 128 Á 3,099,698 Á 5,738 Á (1,546,128) Á 470,213 Beginning balance, treasury stock (in shares) at Mar. 31, 2023 Á Á Á 57,434,779 Á Increase (Decrease) in Stockholders' Equity (Roll Forward) Á Á Á Á Net income (loss) (115,315) Á Á Á (115,315) Unrealized net investment (losses) gains (40) Á Á (40) Á Unrealized net (losses) gains on derivative financial instruments 26 Á Á 26 Á Cumulative translation adjustments 146 Á Á 146 Á Issuance of common stock pursuant to vesting of restricted stock units (in shares) Á 2,028,862 Á Á Á Issuance of common stock pursuant to vesting of restricted stock units 3 \$ 3 Á Á Á Stock-based compensation expense for restricted stock units granted to employees 52,579 Á 52,579 Á Á Issuance of common stock under employee stock purchase plan (in shares) Á 209,791 Á Á Á Issuance of common stock under employee stock purchase plan 6,006 Á 6,006 Á Á Repurchase of treasury stock (in shares) Á Á Á 2,467,794 Á Repurchase of treasury stock (69,151) Á Á \$ (69,151) Á Ending balance, common stock (in shares) at Dec. 31, 2023 Á 130,922,477 Á Á Á Ending balance at Dec. 31, 2023 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Dec. 31, 2023 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Sep. 30, 2023 Á 130,875,398 Á Á Á Beginning balance at Sep. 30, 2023 Á 2,039,670 Á 130 Á 3,142,712 Á 5,379 Á (1,596,026) 487,475 Beginning balance, treasury stock (in shares) at Sep. 30, 2023 Á Á Á 59,177,497 Á Increase (Decrease) in Stockholders' Equity (Roll Forward) Á Á Á Á Net income (loss) (132,577) Á Á Á (132,577) Unrealized net investment (losses) gains 57 Á Á 57 Á Unrealized net (losses) gains on derivative financial instruments 218 Á Á 218 Á Cumulative translation adjustments 216 Á Á 216 Á Issuance of common stock pursuant to vesting of restricted stock units (in shares) Á 47,079 Á Á Á Issuance of common stock pursuant to vesting of restricted stock units 1 \$ 1 Á Á Á Stock-based compensation expense for restricted stock units granted to employees 15,571 Á 15,571 Á Á Repurchase of treasury stock (in shares) Á Á Á 725,076 Á Repurchase of treasury stock (19,253) Á Á Á \$ (19,253) Á Ending balance, common stock (in shares) at Dec. 31, 2023 Á 130,922,477 Á Á Á Ending balance at Dec. 31, 2023 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Dec. 31, 2023 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Sep. 30, 2023 Á 130,875,398 Á Á Á Beginning balance at Sep. 30, 2023 Á 2,039,670 Á 130 Á 3,142,712 Á 5,379 Á (1,596,026) 487,475 Beginning balance, treasury stock (in shares) at Sep. 30, 2023 Á Á Á 59,177,497 Á Ending balance, common stock (in shares) at Dec. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Dec. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, 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354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,279) 354,898 Ending balance, treasury stock (in shares) at Mar. 31, 2024 Á Á Á 59,902,573 Á Beginning balance, common stock (in shares) at Mar. 31, 2024 Á 130,875,398 Á Á Á Ending balance at Mar. 31, 2024 Á 1,903,903 Á 131 Á 3,158,283 Á 5,870 Á (1,615,27

61,972,197 Á Á 61,972,197 Á Beginning balance, common stock (in shares) at Sep. 30, 2024 Á 133,671,490 Á Á Beginning balance at Sep. 30, 2024 \$ 1,459,388 \$ 133 3,221,213 4,151 \$ (1,654,239) (111,870) Beginning balance, treasury stock (in shares) at Sep. 30, 2024 Á Á 61,956,261 Á Increase (Decrease) in Stockholders' Equity [Roll Forward] Á Á Á Á Net income (loss) 48,810 Á Á 48,810 Unrealized net investment (losses) gains (2) Á Á (2) Á Unrealized net (losses) gains on derivative financial instruments (351) Á Á (351) Á Cumulative translation adjustments (678) Á Á (678) Á Issuance of common stock pursuant to vesting of restricted stock units (in shares) Á 46,652 Á Á Stock-based compensation expense for restricted stock units granted to employees 13,746 Á 13,746 Á Á Repurchase of treasury stock (in shares) Á Á Á 15,936 Á Repurchase of treasury stock \$ (330) Á Á \$ (330) Á Ending balance, common stock (in shares) at Dec. 31, 2024 71,745,945 133,718,142 Á Á Ending balance at Dec. 31, 2024 \$ 1,520,583 \$ 133 3,234,959 \$ 3,120 \$ (1,654,569) \$ (63,060) Ending balance, treasury stock (in shares) at Dec. 31, 2024 61,972,197 Á Á 61,972,197 Á X - DefinitionAmount of increase to additional paid-in capital (APIC) for recognition of cost for restricted stock unit under share-based payment arrangement. + ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToAdditionalPaidInCapitalShareBasedCompensationRestrictedStockUnitsRequisiteServicePeriodRecognition Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionNumber of shares of common stock outstanding. Common stock represent the ownership interest in a corporation. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481112/505-10-50-2>Reference 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-S99-1](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)Reference 3: [http://www.xbrli.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-S99-2](http://www.xbrli.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-S99-2)Reference 4: [http://www.xbrli.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-S99-3](http://www.xbrli.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-S99-3)Reference 5: [http://www.xbrli.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](http://www.xbrli.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)Reference 6: [http://www.xbrli.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](http://www.xbrli.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:sharesItem Type Balance Type: na Period Type: instant X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInStockholdersEquityRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: <http://www.xbrli.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 2: <http://www.xbrli.org/2003/role/disclosureRef-Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483443/250-10-50-9>Reference 3: [http://www.xbrli.org/2003/role/disclosureRef-Topic 805 -SubTopic 60 -Name Accounting 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-Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481687/323-10-50-3](http://www.xbrli.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/1943274/2147481687/323-10-50-3)Reference 8: [http://www.xbrli.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/1943274/2147482907/825-10-50-28](http://www.xbrli.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/1943274/2147482907/825-10-50-28)Reference 9: <http://www.xbrli.org/2003/role/disclosureRef-Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI 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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-S99-1A)Reference 23: [http://www.xbrli.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-S99-1A](http://www.xbrli.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-S99-1A)Reference 24: [http://www.xbrli.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 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210.13-01\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1A](http://www.xbrli.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-S99-1A)Reference 27: [http://www.xbrli.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-S99-1B](http://www.xbrli.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-S99-1B)Reference 28: [http://www.xbrli.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-S99-1B](http://www.xbrli.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-S99-1B)Reference 29: [http://www.xbrli.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-S99-1B](http://www.xbrli.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-S99-1B)Reference 30: [http://www.xbrli.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-S99-1B](http://www.xbrli.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-S99-1B)Reference 31: [http://www.xbrli.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph \(SX 210.13-02\(a\)\(5\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B](http://www.xbrli.org/2003/role/disclosureRef-Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1B -Subparagraph (SX 210.13-02(a)(5)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480097/470-10-S99-1B)Reference 32: [http://www.xbrli.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/1943274/2147482689/260-10-45-60B](http://www.xbrli.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/1943274/2147482689/260-10-45-60B)Reference 33: <http://www.xbrli.org/2003/role/disclosureRef-Topic 205 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483499/205-20-50-7>Reference 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/1943274/2147482740/230-10-45-28>Reference 35: [http://www.xbrli.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/1943274/2147482790/220-10-45-1A](http://www.xbrli.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/1943274/2147482790/220-10-45-1A)Reference 36: [http://www.xbrli.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/1943274/2147482790/220-10-45-1B](http://www.xbrli.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/1943274/2147482790/220-10-45-1B)Reference 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](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:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount after tax and reclassification adjustments of gain (loss) on foreign currency translation adjustments, foreign currency transactions designated and effective as economic hedges of a net investment in a foreign entity and intra-entity foreign currency transactions that are of a long-term-investment nature, attributable to parent entity. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481231/810-10-45-19>Reference 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/1943274/2147481231/810-10-45-20>Reference 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](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_OtherComprehensiveIncomeForeignCurrencyTransactionAndTranslationAdjustmentNetOfTaxPortionAttributableToParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and reclassification, of gain (loss) from derivative instrument designated and qualifying as cash flow hedge included in assessment of hedge effectiveness, attributable to parent. + ReferencesReference 1: <http://www.xbrli.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_OtherComprehensiveIncomeLossCashFlowHedgeGainLossAfterReclassificationAndTaxParent Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionAmount, after tax and before adjustment, of unrealized holding gain (loss) on investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). Excludes 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.xbrli.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9](http://www.xbrli.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9)Reference 2: [http://www.xbrli.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/1943274/2147482790/220-10-45-10A](http://www.xbrli.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/1943274/2147482790/220-10-45-10A)Reference 3: <http://www.xbrli.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_OtherComprehensiveIncomeUnrealizedHoldingGainLossOnSecuritiesArisingDuringPeriodNetOfTax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItem Type Balance Type: credit Period Type: duration X - DefinitionNumber of shares issued during the period as a result of an 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/1943274/2147481112/505-10-50-2>Reference 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-S99-1](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-S99-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef](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)

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\(29\)\)](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\(30\)\)](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\(31\)\)](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\(19\)\)](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/1943274/2147479170/946-210-50-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\(4\)\)](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/1943274/2147479170/946-210-50-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\(4\)\(b\)\)](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\(6\)\)](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\(7\)\)](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\(g\)\(1\)\(ii\)\)](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](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](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](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 - DefinitionNumber of previously issued common shares repurchased by the issuing entity and held in treasury. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI> https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockCommonShares Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - DefinitionNumber of shares that have been repurchased during the period and are being held in treasury. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2>: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 10 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(29\)\)](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 10 -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](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_TreasuryStockSharesAcquired Namespace Prefix: us-gaap_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionEquity impact of the cost of common and preferred stock that were repurchased during the period. Recorded using the par value method. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 50 -Paragraph 2 -SubTopic 10 -Topic 505 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147481112/505-10-50-2Reference 2>: [http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.3-04\) -Publisher FASB -URI](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 505 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.3-04) -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147480008/505-10-S99-1Reference 3>: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 505 -SubTopic 30 -Section 45 -Paragraph 1 -Publisher FASB -URI> [https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2](https://asc.fasb.org/1943274/2147481549/505-30-45-1 + Details Name: us-gaap_TreasuryStockValueAcquiredParValueMethod Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 19 R8.htm IDEA: XBRL DOCUMENT v3.25.0.1 Consolidated Statements of Cash Flows - USD ($) $ in Thousands 3 Months Ended 9 Months Ended 12 Months Ended Dec. 31, 2024 Jun. 30, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Mar. 31, 2024 Cash flows from operating activities: Á Á Á Á Á Á Net loss $ 48,810 Á $ (132,577) $ (385,539) $ (115,315) Á Adjustments to reconcile net loss to cash provided by (used in) operating activities: Á Á Á Á Á Á Depreciation and amortization Á Á Á 48,190 56,928 Á Loss on extinguishment of debt Á Á Á 1,134 0 Á Operating lease right-of-use asset amortization Á Á Á 7,852 7,857 Á Gain on divestiture of a business 0 Á 0 (3,806) Á Loss on disposal of fixed assets Á Á Á 15 299 Á Share-based compensation expense Á Á Á 50,586 54,653 Á Change in fair value of derivative investment Á Á Á 0 (206) Á Goodwill impairment 0 Á 427,000 167,106 426,967 167,106 Á 217,300 Deferred income taxes Á Á Á (32,248) (33,530) Á Other gains Á Á Á (2,947) (1,758) Á Changes in assets and liabilities Á Á Á Á Á Accounts receivable and unbilled costs Á Á Á (22,374) (77,787) Á Inventories and deferred costs Á Á Á (1,460) (634) Á Prepaid expenses and other assets Á Á Á 6,688 (6,583) Á Accounts payable Á Á Á (485) (984) Á Accrued compensation and other expenses Á Á Á 9,158 (46,170) Á Operating lease liabilities Á Á Á (9,274) (8,970) Á Income taxes payable Á Á Á (296) (2,631) Á Deferred revenue Á Á Á (19,818) (21,236) Á Net cash provided by (used in) operating activities Á Á Á 76,149 (34,767) Á Cash flows from investing activities: Á Á Á Á Á Purchase of marketable securities and investments Á Á Á (29,348) (43,159) Á Proceeds from sales and maturity of marketable securities Á Á Á 36,688 53,569 Á Purchase of fixed assets Á Á Á (4,009) (4,747) Á Purchase of intangible assets Á Á Á (1,290) 0 Á Proceeds from divestiture of a business Á Á Á 0 7,766 Á Net cash provided by investing activities Á Á Á 2,041 13,429 Á Cash flows from financing activities: Á Á Á Á Á Issuance of common stock under stock plans Á Á Á 2 3 Á Treasury stock repurchases Á Á Á (25,257) (50,000) Á Tax withholding on restricted stock units Á Á Á (13,829) (19,151) Á Payment of debt issuance costs Á Á Á (2,450) 0 Á Repayment of long-term debt Á Á Á (100,000) 0 Á Proceeds from issuance of long-term debt Á Á Á 75,000 0 Á Net cash used in financing activities Á Á Á (66,534) (69,148) Á Effect of exchange rate changes on cash and cash equivalents Á Á Á (2,969) 1,347 Á Net increase (decrease) in cash and cash equivalents Á Á Á 8,687 (89,139) Á Cash and cash equivalents, beginning of period Á Á Á 389,674 389,674 386,794 386,794 Cash and cash equivalents, end of period 389,361 Á 297,655 398,361 297,655 Á 389,674 Supplemental disclosures: Á Á Á Á Á Cash paid for interest Á Á Á 3,793 4,817 Á Cash paid for income taxes Á Á Á 32,197 54,481 Á Non-cash transactions: Á Á Á Á Á Transfers of inventory to fixed assets Á Á Á 1,020 1,814 Á Additions to property, plant and equipment included in accounts payable Á Á Á 318 414 Á Issuance of common stock under employee stock plans Á Á Á 4,577 6,006 Á X - DefinitionIncrease (Decrease) In Operating Lease Liabilities + ReferencesNo definition available. + Details Name: ntct_IncreaseDecreaseInOperatingLeaseLiabilities Namespace Prefix: ntct_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionIncrease (Decrease) In Operating Lease, Right-Of-Use Asset + ReferencesNo definition available. + Details Name: ntct_IncreaseDecreaseInOperatingLeaseRightOfUseAsset Namespace Prefix: ntct_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionTransfers from inventory to fixed assets + ReferencesNo definition available. + Details Name: ntct_TransfersFromInventoryToFixedAssets Namespace Prefix: ntct_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_AdjustmentsToReconcileNetIncomeLossToCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionFuture cash outflow to pay for purchases of fixed assets that have occurred. + ReferencesReference 1:): <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3>: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI> <https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 3>: <http://fasb.org/us-gaap/role/ref/legacyRef-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 -Section 45 -Paragraph 4 -Publisher FASB -URI> [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/1943274/2147482740/230-10-45-4 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of increase (decrease) in cash, cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; including effect from exchange rate change. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1:) <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 2>: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Section 45 -Paragraph 1 -SubTopic 230 -Topic 830 -Publisher FASB -URI> [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/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_CashCashEquivalentsRestrictedCashAndRestrictedCashEquivalentsPeriodIncreaseDecreaseIncludingExchangeRateEffect Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of deferred income tax expense (benefit) pertaining to income (loss) from continuing operations. + ReferencesReference 1:) <https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2>: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.4-08\(h\)\(1\)\(Note 1\)\) -Publisher FASB -URI](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(h)(1)(Note 1)) -Publisher FASB -URI) <https://asc.fasb.org/1943274/2147480678/235-10-S99-1Reference 3>: [http://www.xbrl.org/2003/role/disclosureRef-Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph \(b\) -SubTopic 10 -Topic 740 -Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph (b) -SubTopic 10 -Topic 740 -Publisher FASB -URI) [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/1943274/2147482685/740-10-50-9 + Details Name: us-gaap_DeferredIncomeTaxExpenseBenefit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe aggregate expense recognized in the current period that allocates the cost of tangible assets, intangible assets, or depleting assets to periods that benefit from use of the assets. + ReferencesReference 1:) <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 4>: <http://www.xbrl.org/2003/role/disclosureRef-Topic 270 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -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](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](http://www.xbrl.org/2003/role/disclosureRef-Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Subparagraph (e) -Publisher FASB -URI) [http://www.xbrl.org/2003/role/disclosureRef-Topic 830 -SubTopic 230 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI](https://asc.fasb.org/1943274/2147482810/280-10-50-22 + Details Name: us-gaap_DepreciationDepletionAndAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) from effect of exchange rate changes on cash and cash equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in foreign currencies. Excludes amounts for disposal group and discontinued operations. Cash includes, but is not limited to, currency on hand, demand deposits with banks or financial institutions, and other accounts with general characteristics of demand deposits. Cash equivalents include, but are not limited to, short-term, highly liquid investments that are both readily convertible to known amounts of cash and so near their maturity that they present insignificant risk of changes in value because of changes in interest rates. + ReferencesReference 1:) [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4A -Subparagraph \(b\) -Publisher FASB -URI](https://asc.fasb.org/1943274/2147477401/830-230-45-1 + Details Name: us-gaap_EffectOfExchangeRateOnCashCashEquivalentsRestrictedCashAndRestrictedCashEquivalents Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate net gain (loss) on all derivative instruments recognized in earnings during the period, before tax effects. + 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/1943274/2147480434/815-10-50-4A + Details Name: us-gaap_GainLossOnDerivativeInstrumentsNetPretax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of gain (loss) from sale and disposal of integrated set of activities and assets capable of being conducted and managed for purpose of providing return in form of dividend, lower cost, or other economic benefit to investor, owner, member and participant. + ReferencesReference 1:) <https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2>: [http://www.xbrl.org/2003/role/disclosureRef-Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph \(a\) -Publisher FASB -URI](http://www.xbrl.org/2003/role/disclosureRef-Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI) [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/1943274/2147481203/810-10-50-1B + Details Name: us-gaap_GainLossOnSaleOfBusiness Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of gain (loss) on sale or disposal of property, plant and equipment assets, including oil and gas property and timber property. + ReferencesReference 1:) <https://asc.fasb.org/1943274/2147481303/470-50-40-2Reference 3>: <http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 470 -SubTopic 50 -Section 40 -Paragraph 4 -Publisher FASB -URI>

not individually identified and separately recognized. + 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/1943274/2147482740/230-10-45-28>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482573/350-20-50-2>Reference 4: <http://www.xbrl.org/2003/role/exampleRef> -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482078/820-10-55-100>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482573/350-20-50-1>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482598/350-20-45-2> + Details Name: us-gaap_GoodwillImpairmentLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, before refund, of cash paid to foreign, federal, state, and local jurisdictions as income tax. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-2A>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 23 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482685/740-10-50-23>Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 22 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482685/740-10-50-22>Reference 4: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-25>Reference 5: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-2> + Details Name: us-gaap_IncomeTaxesPaid Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of liabilities incurred (and for which invoices have typically been received) and payable to vendors for goods and services received that are used in an entity's business. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap_IncreaseDecreaseInAccountsPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in amount due within one year (or one business cycle) from customers for the credit sale of goods and services. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap_IncreaseDecreaseInAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe increase (decrease) during the period in the amount due for taxes based on the reporting entity's earnings or attributable to the entity's income earning process (business presence) within a given jurisdiction. + 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_IncreaseDecreaseInAccruedIncomeTaxesPayable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of increase (decrease) in obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 912 -SubTopic 310 -Name Accounting Standards Codification -Section 45 -Paragraph 11 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478345/912-310-45-11>Reference 2: <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_IncreaseDecreaseInContractWithCustomerLiability Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate amount of obligations related to services received from employees, such as accrued salaries and bonuses, payroll taxes and fringe benefits. + 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_IncreaseDecreaseInEmployeeRelatedLiabilities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe increase (decrease) during the reporting period in the aggregate value of all inventory held by the reporting entity, associated with underlying transactions that are classified as operating activities. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap_IncreaseDecreaseInInventories Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_IncreaseDecreaseInOperatingCapitalAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of increase (decrease) in prepaid expenses, and assets classified as other. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-28> + Details Name: us-gaap_IncreaseDecreaseInPrepaidDeferredExpenseAndOtherAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of cash paid for interest, excluding capitalized interest, classified as operating activity. Includes, but is not limited to, payment to settle zero-coupon bond for accreted interest of debt discount and debt instrument with insignificant coupon interest rate in relation to effective interest rate of borrowing attributable to accreted interest of debt discount. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-17>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-25>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482913/230-10-50-2> + Details Name: us-gaap_InterestPaidNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of 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/1943274/2147482740/230-10-45-28>Reference 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/1943274/2147482740/230-10-45-24>Reference 3: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 25 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-25> + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NetCashProvidedByUsedInOperatingActivitiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-6>Reference 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/1943274/2147483443/250-10-50-9>Reference 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/1943274/2147476176/805-60-65-1>Reference 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/1943274/2147478666/740-323-65-2>Reference 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/1943274/2147483621/220-10-50-2>Reference 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/1943274/2147480678/235-10-50-1>Reference 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/1943274/2147481687/323-10-50-3>Reference 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/1943274/2147482907/825-10-50-28>Reference 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/1943274/2147482765/220-10-50-6>Reference 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/1943274/2147483443/250-10-50-3>Reference 11: <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/1943274/2147483443/250-10-50-11>Reference 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/1943274/2147480175/815-40-65-1>Reference 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/1943274/2147483443/250-10-50-8>Reference 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/1943274/2147483443/250-10-50-11>Reference 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/1943274/2147483443/250-10-50-11>Reference 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/1943274/2147483443/250-10-50-4>Reference 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/1943274/2147479168/946-830-55-10>Reference 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/1943274/2147479105/946-220-45-7>Reference 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-S99-1>Reference 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-S99-1>Reference 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-S99-3>Reference 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-S99-1A>Reference 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)(iii)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480097/470-10-S99-1A>Reference 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-S99-1A>Reference 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-S99-1A>Reference 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-S99-1A>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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-S99-1B>Reference 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/1943274/2147482689/260-10-45-60B>Reference 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/1943274/2147483499/205-20-50-7>Reference 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/1943274/2147482740/230-10-45-28>Reference 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/1943274/2147482790/220-10-45-1A>Reference 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/1943274/2147482790/220-10-45-1B>Reference 37: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 942 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-04(22)) -Publisher FASB -URI

https://asc.fasb.org/1943274/2147478524/942-220-S99-1 + Details Name: us-gaap_NetIncomeLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_NoncashInvestingAndFinancingItemsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of income (expense) included in net income that results in no cash inflow (outflow), classified as other. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28 + Details Name: us-gaap_OtherNoncashIncomeExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow to reacquire common stock during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -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_PaymentsForRepurchaseOfCommonStock Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow paid to third parties in connection with debt origination, which will be amortized over the remaining maturity period of the associated long-term debt. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 15 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15 + Details Name: us-gaap_PaymentsOfDebtIssuanceCosts 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.xbrli.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 - DefinitionThe cash outflow to acquire asset without physical form usually arising from contractual or other legal rights, excluding goodwill. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireIntangibleAssets Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe cash outflow associated with the purchase of all investments (debt, security, other) during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 13 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-13 + Details Name: us-gaap_PaymentsToAcquireInvestments 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 sale of a portion of the company's business, for example a segment, division, branch or other business, during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap_ProceedsFromDivestitureOfBusinesses Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow from a debt initially having maturity due after one year or beyond the operating cycle, if longer. + ReferencesReference 1: http://www.xbrli.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 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 14 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14 + Details Name: us-gaap_ProceedsFromIssuanceOfLongTermDebt Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of cash inflow from issuance of shares under share-based payment arrangement. Includes, but is not limited to, option exercised. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 45 -Paragraph 14 -Subparagraph (a) -SubTopic 10 -Topic 230 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-14Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Section 50 -Paragraph 2A -Subparagraph (a) -SubTopic 10 -Topic 718 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480429/718-10-50-2A + Details Name: us-gaap_ProceedsFromIssuanceOfSharesUnderIncentiveAndShareBasedCompensationPlansIncludingStockOptions Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash inflow associated with the aggregate amount received by the entity through sale or maturity of marketable securities (held-to-maturity or available-for-sale) during the period. + ReferencesNo definition available. + Details Name: us-gaap_ProceedsFromSaleAndMaturityOfMarketableSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionThe cash outflow for debt initially having maturity due after one year or beyond the normal operating cycle, if longer. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-15Reference 2: http://www.xbrli.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-S99-3 + Details Name: us-gaap_RepaymentsOfLongTermDebt 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 - DefinitionThe fair value of stock issued in noncash financing activities. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-4Reference 2: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-3Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482913/230-10-50-5 + Details Name: us-gaap_StockIssued1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SupplementalCashFlowInformationAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 20 R9.htm IDEA: XBRL DOCUMENT v3.25.0.1 BASIS OF PRESENTATION 9 Months Ended Dec. 31, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] A BASIS OF PRESENTATION BASIS OF PRESENTATIONThe accompanying unaudited interim consolidated financial statements have been prepared by NetScout Systems, Inc. (NetScout or the Company). Certain information and footnote disclosures normally included in financial statements prepared under United States generally accepted accounting principles (GAAP) have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission (SEC). In the opinion of management, the unaudited interim consolidated financial statements include all adjustments, consisting of normal recurring adjustments, necessary for a fair statement of the Company's financial position and stockholders' equity, results of operations and cash flows. The year-end consolidated balance sheet data and statement of stockholders' equity were derived from the Company's audited financial statements, but do not include all disclosures required by GAAP. The results reported in these unaudited interim consolidated financial statements are not necessarily indicative of results that may be expected for the entire year. All significant intercompany accounts and transactions are eliminated in consolidation. These unaudited interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements, including the notes thereto, included in the Company's Annual Report on Form 10-K for the fiscal year ended March 31, 2024 filed with the Securities and Exchange Commission on May 16, 2024.Global and Macroeconomic ConditionsThe Company continues to closely monitor the current global and macroeconomic conditions, including the impacts of the ongoing war in Ukraine and the Middle East, global geopolitical tension, stock market volatility, industry-specific capital spending trends, exchange rate fluctuations, inflation, interest rates, and the risk of a recession, including the manner and extent to which they have impacted and could continue to impact its business, customers, employees, supply chain, and distribution network. The full extent of the impacts of these global and macroeconomic trends remain uncertain. It is possible that the measures taken by the governments of countries affected and the resulting economic impacts may materially and adversely affect the Company's future results of operations, cash flows and financial position as well as its customers. The Company has the responsibility to evaluate whether conditions and/or events raise substantial doubt about its ability to meet its future financial obligations as they become due within one year after the date that the financial statements are issued. The macroeconomic environment remains challenging with constrained customer spending and the Company expects this to persist for the remainder of fiscal year 2025. The Company has taken and continues to take precautionary actions to manage costs and increase productivity across the organization. This includes managing discretionary spending and hiring activities, in addition to a voluntary separation program enacted and substantially completed in the first half of fiscal year 2025. Further, based on covenant levels, the Company had as of December 31, 2024 an incremental \$525A million available under the revolving credit facility. The Company expects net cash provided by operations combined with cash, cash equivalents, marketable securities and investments and borrowing availability under the revolving credit facility to provide sufficient liquidity to fund current obligations, capital spending, debt service requirements and working capital requirements over at least the next twelve months. Recent Accounting PronouncementsIn November 2024, the FASB issued ASU 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). Additionally, in January 2025, the FASB issued ASU 2025-01 to clarify the effective date of ASU 2024-03. ASU 2024-03 provides guidance to expand disclosures related to the disaggregation of income statement expenses. The standard requires, in the notes to the financial statements, disclosure of specified information about certain costs and expenses which includes purchases of inventory, employee compensation, depreciation, and intangible asset amortization that are included on the face of the statement of income. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. ASU 2024-03 is effective for NetScout beginning with its fiscal year ending March 31, 2028. The Company is in the process of evaluating the impact that the adoption of ASU 2024-03 will have on its disclosures. In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 is intended to enhance the transparency and decision usefulness of income tax disclosures. The amendments address investor requests for enhanced income tax information primarily through changes to the rate reconciliation and income taxes paid information. The amendments are effective retrospectively for fiscal years beginning after December 15, 2024. The amendments should be applied prospectively; however, retrospective application is also permitted. ASU 2023-09 is effective for NetScout beginning April 1, 2025. Early adoption is permitted. The Company is in the process of evaluating the impact that the adoption ASU 2023-09 will have to the financial statements and related disclosures. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for organization, consolidation and basis of presentation of financial statements disclosure. + ReferencesReference 1: http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-1Reference 2: http://www.xbrli.org/2003/role/disclosureRef -Topic 946 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480424/946-10-50-2Reference 3: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 810 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/810/tableOfContentReference 4: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 205 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/205/tableOfContent + Details Name: us-gaap_OrganizationConsolidationAndPresentationOfFinancialStatementsDisclosureTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 21 R10.htm IDEA: XBRL DOCUMENT v3.25.0.1 REVENUE 9 Months Ended Dec. 31, 2024 Revenue from Contract with Customer [Abstract] A REVENUE REVENUERevenue Recognition PolicyThe Company exercises judgment and uses estimates in connection with determining the amounts of product and service revenues to be recognized in each accounting period.The Company derives revenues primarily from the sale of network management tools and cybersecurity solutions for service provider and enterprise customers, which include hardware, software, and service offerings. The Company's product sales consist of software only offerings and offerings which include hardware appliances with embedded software that are essential to providing customers the intended functionality of the solutions. The Company accounts for revenue once a legally enforceable contract with a customer has been approved by the parties and the related promises to transfer products or services have been identified. A contract is defined by the Company as an arrangement with commercial substance identifying payment terms, each party's rights and obligations regarding the products or services to be transferred and the amount the Company deems probable of collection. Customer contracts may include promises to transfer multiple products and services to a customer. Determining whether the products and services are considered distinct performance obligations that should be accounted for separately or as one combined performance obligation may require significant judgment. Revenue is recognized when control of the products or services are transferred to the Company's customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for products and services.Product revenue is typically recognized upon fulfillment, provided a legally enforceable contract exists, control has passed to the customer, and in the case of software products, when the customer has the rights and ability to access the software, and collection of the related receivable is probable. If any significant obligations to the customer remain post-delivery, typically involving obligations relating to installation and acceptance by the customer, revenue recognition is deferred until such obligations have been fulfilled. The Company's service offerings include installation, integration, extended warranty and maintenance services, post-contract customer support, stand-ready software-as-a-service (SAAS) and other professional services including consulting and training. The Company generally provides software and/or hardware support as part of product sales. Revenue related to the initial bundled software and hardware support is recognized ratably over the support period. In addition, customers can elect to purchase extended support agreements for periods after the initial software/hardware warranty expiration. Support services generally include rights to unspecified upgrades (when and if available), telephone and internet-based support, updates, bug fixes and hardware repair and replacement. Consulting services are recognized upon delivery or completion of performance depending on the terms of the underlying contract. Reimbursements of out-of-pocket expenditures incurred in connection with providing consulting services are included in services revenue, with the offsetting expense recorded in cost of service revenue. Training services include on-site and classroom training. Training revenues are recognized upon delivery of the training.Generally, the Company's contracts are accounted for individually. However, when contracts are closely interrelated and dependent on each other, it may be necessary to account for two or more contracts as one to reflect the substance of the group of contracts.Bundled arrangements are concurrent customer purchases of a combination of the Company's product and service offerings that may be delivered at various points in time. The Company allocates the transaction price among the performance obligations in an amount that depicts the relative standalone selling prices (SSP) of each obligation. Judgment is required to determine the SSP for each distinct performance obligation. The Company uses a range of amounts to estimate SSP for each of the products and services sold, based primarily on the performance obligation's historical pricing. The Company also considers its overall pricing objectives and practices across different sales channels and geographies, and market conditions. Generally, the Company has established SSP for a majority of its service

performance obligations based on historical standalone sales. In certain instances, the Company has established SSP for services based upon an estimate of profitability and the underlying cost to fulfill those services. SSP has primarily been established for product performance obligations as the average or median selling price the performance obligation was recently sold for, whether sold alone or sold as part of a bundle transaction. The Company reviews sales of the product performance obligations on a quarterly basis and updates, when appropriate, its SSP for such performance obligations to ensure that it reflects recent pricing experience. The Company's products are distributed through its direct sales force and indirect distribution channels through alliances with resellers and distributors. Revenue arrangements with resellers and distributors are recognized on a sell-in basis; that is, when control of the product transfers to the reseller or distributor. The Company records consideration given to a customer as a reduction of revenue to the extent they have recorded revenue from the customer. With limited exceptions, the Company's return policy does not allow product returns for a refund. Returns have been insignificant to date. In addition, the Company has a history of successfully collecting receivables from its resellers and distributors. During the nine months ended December 31, 2024, the Company recognized revenue of \$253.3 million related to the Company's deferred revenue balance reported at March 31, 2024. Performance Obligations Customer contracts may include promises to transfer multiple products and services to a customer. Determining whether the products and services are considered distinct performance obligations that should be accounted for separately or as one combined performance obligation may require significant judgment. The transaction price is allocated among performance obligations in bundled contracts in an amount that depicts the relative standalone selling prices of each obligation. For contracts involving distinct hardware and software licenses, the performance obligations are satisfied at a point in time when control is transferred to the customer. For standalone maintenance and post-contract support (PCS) the performance obligation is satisfied ratably over the contract term as a stand-ready obligation. For consulting and training services, the performance obligation may be satisfied over the contract term as a stand-ready obligation, satisfied over a period of time as those services are delivered, satisfied at the completion of the service when control has transferred, or the services have expired unused. Payments for hardware, software licenses, one-year maintenance, PCS and consulting services, are typically due up front with payment terms of 30 to 90 days. However, the Company does have contracts pursuant to which billings occur ratably over a period of years following the transfer of control for the contracted performance obligations. Payments on multi-year maintenance, PCS and consulting services are typically due in annual installments over the contract term. The Company did not have any material variable consideration such as obligations for returns, refunds or warranties at December 31, 2024. At December 31, 2024, the Company had total deferred revenue and customer deposits of \$411.9 million, which represents the aggregate total contract price allocated to undelivered performance obligations. The Company expects to recognize \$284.8 million, or 69%, of this revenue during the next 12 months, and expects to recognize the remaining \$127.1 million, or 31%, of this revenue thereafter. Because of NetScout's revenue recognition policies, there are circumstances for which the Company does not recognize revenue relating to sales transactions that have been billed, but the related account receivable has not been collected. While the receivable represents an enforceable obligation, the Company does not believe its right to payment is unconditional, therefore for balance sheet presentation purposes, the Company has not recognized the deferred revenue or the related account receivable and no amounts appear in the consolidated balance sheets for such transactions because control of the underlying deliverable has not transferred. The aggregate amount of unrecognized accounts receivable and deferred revenue was \$12.0 million and \$5.9 million at December 31, 2024 and March 31, 2024, respectively. NetScout expects that the amount of billed and unbilled deferred revenue will change from quarter to quarter for several reasons, including the specific timing, duration and size of large customer support and service agreements, varying billing cycles of such agreements, the specific timing of customer renewals, and foreign currency fluctuations. The Company did not have material significant financing components, or variable consideration or performance obligations satisfied in a prior period recognized during the nine months ended December 31, 2024. Contract Balances The Company may receive payments from customers based on billing schedules as established by the Company's contracts. Contract assets relate to performance obligations where control has transferred to the customer in advance of scheduled billings. The Company records unbilled accounts receivable representing the right to consideration in exchange for goods or services that have been transferred to a customer conditional on the passage of time. Deferred revenue relates to scenarios where billings with an unconditional right to payment occur before all performance obligations are delivered or payments are received in advance of performance under the contract. Costs to Obtain Contracts The Company has determined that the only significant incremental costs incurred to obtain contracts with customers within the scope of Topic 606 are sales commissions paid to its employees. Sales commissions are recorded as an asset and amortized to expense ratably over the remaining performance periods of the related contracts with remaining performance obligations. The Company expenses costs as incurred for sales commissions when the amortization period would have been one year or less. At December 31, 2024, the consolidated balance sheet included \$9.6 million in assets related to sales commissions to be expensed in future periods. A balance of \$5.2 million was included in prepaid expenses and other current assets, and a balance of \$4.4 million was included in other assets in the Company's consolidated balance sheet at December 31, 2024. At March 31, 2024, the consolidated balance sheet included \$9.3 million in assets related to sales commissions to be expensed in future periods. A balance of \$4.8 million was included in prepaid expenses and other current assets, and a balance of \$4.5 million was included in other assets in the Company's consolidated balance sheet at March 31, 2024. During the three and nine months ended December 31, 2024 and 2023, respectively, the Company recognized \$1.8 million, \$1.7 million, \$5.2 million and \$5.1 million of amortization related to this sales commission asset, which is included in the sales and marketing expense line in the Company's consolidated statements of operations. Allowance for Credit Losses The Company continually monitors collections from its customers. The Company evaluates the collectability of its accounts receivable and determines the appropriate allowance for credit losses based on a combination of factors, including but not limited to, analysis of the aging schedules, past due balances, historical collection experience and prevailing economic conditions. The following table summarizes the activity in the allowance for credit losses (in thousands): Balance at March 31, 2024 \$479.9 Additions resulting in charges to operations 49.4 Recoveries of previously reserved balances (430.1) Deductions due to write-offs (13.0) Balance at December 31, 2024 \$85.4 X - References No definition available. + Details Name: us-gaap RevenueFromContractWithCustomerAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItem Type Balance Type: na Period Type: duration X - Definition The entire disclosure of revenue from contract with customer to transfer good or service and to transfer nonfinancial asset. Includes, but is not limited to, disaggregation of revenue, credit loss recognized from contract with customer, judgment and change in judgment related to contract with customer, and asset recognized from cost incurred to obtain or fulfill contract with customer. Excludes insurance and lease contracts. + References Reference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 9> -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-9> Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 10> -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-10> Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 15> -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-15> Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12> -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-12> Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12> -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-12> Reference 6: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12> -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-12> Reference 7: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12> -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-12> Reference 8: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12> -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-12> Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 606-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 13> -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-13> Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Name Accounting Standards Codification-Topic 606-Publisher FASB -URI https://asc.fasb.org/606/tableOfContent> + Details Name: us-gaap RevenueFromContractWithCustomerTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 22 R11.htm IDEA: XBRL DOCUMENT v3.25.0.1 CONCENTRATION OF CREDIT RISK AND SIGNIFICANT CUSTOMERS 9 Months Ended Dec. 31, 2024 Risks and Uncertainties [Abstract] A CONCENTRATION OF CREDIT RISK AND SIGNIFICANT CUSTOMERS CONCENTRATION OF CREDIT RISK AND SIGNIFICANT CUSTOMERS Financial instruments that potentially subject the Company to concentration of credit risk consist primarily of investments, trade accounts receivable and accounts payable. The Company's cash, cash equivalents, and marketable securities are placed with financial institutions with high credit standings. At December 31, 2024, the Company had one direct customer, Verizon, over 10% of the accounts receivable balance, while no channel partners accounted for more than 10% of the accounts receivable balance. At March 31, 2024, the Company had no direct customers or channel partners which accounted for more than 10% of the accounts receivable balance. During the three and nine months ended December 31, 2024, one direct customer, Verizon, accounted for more than 10% of the Company's total revenue, while no channel partners accounted for more than 10% of total revenue. During the three and nine months ended December 31, 2023, no direct customers or channel partners accounted for more than 10% of total revenue. Historically, the Company has not experienced any significant failure of its customers' ability to meet their payment obligations nor does the Company anticipate material non-performance by its customers in the future; accordingly, the Company does not require collateral from its customers. However, if the Company's assumptions are incorrect, there could be an adverse impact on its allowance for doubtful accounts. X - Definition The entire disclosure for any concentrations existing at the date of the financial statements that make an entity vulnerable to a reasonably possible, near-term, severe impact. This disclosure informs financial statement users about the general nature of the risk associated with the concentration, and may indicate the percentage of concentration risk as of the balance sheet date. + References Reference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 275-Name Accounting Standards Codification-Publisher FASB -URI https://asc.fasb.org/275/tableOfContent> + Details Name: us-gaap ConcentrationRiskDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - References No definition available. + Details Name: us-gaap RisksAndUncertaintiesAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItem Type Balance Type: na Period Type: duration XML 23 R12.htm IDEA: XBRL DOCUMENT v3.25.0.1 SHARE-BASED COMPENSATION SHARE-BASED COMPENSATION 9 Months Ended Dec. 31, 2024 Share-Based Payment Arrangement [Abstract] A SHARE-BASED COMPENSATION SHARE-BASED COMPENSATION On September 12, 2019, the Company's stockholders approved the 2019 Equity Incentive Plan (2019 Plan), which replaced the Company's 2007 Equity Incentive Plan, as amended (Amended 2007 Plan). The 2019 Plan permits the granting of incentive and nonstatutory stock options, stock appreciation rights, restricted stock awards, restricted stock unit awards, and other stock awards, collectively referred to as "share-based awards." On September 10, 2020, the Company's stockholders approved an amendment and restatement of the 2019 Equity Incentive Plan (2019 First Amended Plan) to increase the number of shares reserved for issuance by 4,700,000 shares, establish a one-year minimum vesting requirement for awards granted on or after September 10, 2020, and change the "fungible share counting ratio" used to calculate the increase or reduction in the number of shares available for issuance under the 2019 First Amended Plan. On August 24, 2022, the Company's stockholders approved an amendment and restatement of the 2019 Equity Incentive Plan (2019 Second Amended Plan) to increase the number of shares reserved for issuance by 7,000,000 shares, and change the "fungible share counting ratio" used to calculate the increase or reduction in the number of shares available for issuance under the 2019 Second Amended Plan. On September 14, 2023, the Company's stockholders approved an amendment and restatement to the 2019 First Amended Plan (2019 Third Amended Plan) to further increase the number of shares reserved for issuance by 5,900,000 shares and changed the "fungible share counting ratio" used to calculate the increase or reduction in the number of shares available for issuance under the 2019 Third Amended Plan. On September 12, 2024, the Company's stockholders approved an amendment and restatement to the 2019 First Amended Plan (2019 Fourth Amended Plan) to further increase the number of shares reserved for issuance by 3,400,000. At September 12, 2024, the effective date of the 2019 Fourth Amended Plan, there was a total of 7,947,545 shares reserved for issuance under the 2019 Fourth Amended Plan, which consisted of 3,400,000 new shares plus 4,547,545 shares that remained available for grant under the 2019 Third Amended Plan. The Company refers to the 2019 Plan, 2019 First Amended Plan, 2019 Second Amended Plan, 2019 Third Amended Plan and 2019 Fourth Amended Plan collectively as the "Amended 2019 Plan". At December 31, 2024, an aggregate of 8,148,350 shares remained available for grant under the Amended 2019 Plan. Periodically, the Company grants share-based awards to employees, officers, and directors of the Company and its subsidiaries. Additionally, the Company periodically grants performance-based restricted stock units to certain executive officers that vest based upon the Company's total shareholder return as compared to the Russell 2000 Index over a three-year period. The performance-based restricted stock units are valued using the Monte Carlo Simulation model. The measurement and recognition of compensation expense is based on estimated fair values for all share-based payment awards made to its employees and directors. Share-based award grants are generally measured at fair value on the date of grant based on the number of shares granted and the quoted price of the Company's common stock. Such value is recognized as a cost of revenue or an operating expense over the corresponding vesting period. The following is a summary of share-based compensation expense including restricted stock units and performance-based restricted stock units granted pursuant to the Company's Amended 2007 Plan and the Amended 2019 Plan, and employee stock purchases made under the Company's 2011 Amended and Restated Employee Stock Purchase Plan (ESPP), based on estimated fair values within the applicable cost and expense lines identified below (in thousands): Three Months Ended Nine Months Ended December 31, December 31, 2024 2023 Cost of product revenue \$287.4 \$306.1 \$1,013.1 \$1,027.4 Cost of service revenue 1,909.4 2,069.4 6,703.4 6,897.4 Research and development 4,074.4 4,498.4 13,894.4 14,872.4 Sales and marketing 5,071.4 5,680.4 17,850.4 19,639.4 General and administrative 3,161.4 3,811.4 11,126.4 12,218.4 \$14,502.4 \$16,364.4 \$50,586.4 \$54,653.4 Employee Stock Purchase Plan The Company maintains the ESPP for all eligible employees as described in the Company's Annual Report on Form 10-K for the year ended March 31, 2024. Under the ESPP, shares of the Company's common stock may be purchased on the last day of each bi-annual offering period at 85% of the fair value on the last day of such offering period. The offering periods run from March 1st through August 31st and from September 1st through the last day of February each year. During the nine months ended December 31, 2024, employees purchased 213,098 shares under the ESPP and the fair value per share was \$21.48. X - Definition The entire disclosure for share-based payment arrangement. + References Reference 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> Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 718-Name Accounting Standards Codification-Publisher FASB -URI https://asc.fasb.org/718/tableOfContent> Reference 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/1943274/2147480429/718-10-50-2> Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2> -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 718-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2> -Subparagraph (b)(2)(i) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480429/718-10-50-2> Reference 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:textBlockItem Type Balance Type: na Period Type: duration X - References No definition available. + Details Name: us-gaap DisclosureOfCompensationRelatedCostsShareBasedPaymentsAbstract Namespace Prefix: us-gaap Data Type: xbrl:stringItem Type Balance Type: na Period Type: duration XML 24 R13.htm IDEA: XBRL DOCUMENT v3.25.0.1 CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS 9 Months Ended Dec. 31, 2024 Investments, Debt and Equity Securities [Abstract] A CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS The Company considers all highly liquid investments purchased with an original maturity of three months or less to be cash equivalents and those investments with original maturities greater than three months to be marketable securities. Cash and cash equivalents mainly consisted of U.S. government and municipal obligations, commercial paper, money market instruments and cash maintained with various financial institutions at December 31, 2024 and March 31, 2024. Marketable Securities The following is a summary of marketable securities held by NetScout at December 31, 2024, classified as short-term and long-term (in thousands): Amortized Cost Unrealized Losses Fair Value Type of security: U.S. government and municipal

obligations\$987A \$â€"A \$987A Commercial paper13,130A â€"A 13,130A Certificates of deposit510A â€"A 510A Total short-term marketable securities14,627A â€"A 14,627A U.S. government and municipal obligations1,016A (11,015A Total long-term marketable securities1,016A (11,015A Total marketable securities\$15,643A \$(18)15,642A The following is a summary of marketable securities held by NetScout at March31, 2024, classified as short-term and long-term (in thousands):AmortizedCostUnrealizedLossesFairValueType of security:U.S. government and municipal obligations\$10,523A \$(26)\$10,497A Commercial paper8,648A â€"A 8,648A Certificates of deposit2,807A â€"A 2,807A Total short-term marketable securities21,978A (26)21,952A U.S. government and municipal obligations1,004A (10)994A Total long-term marketable securities1,004A (10)994A Total marketable securities\$22,982A \$(36)\$22,946A Contractual maturities of the Company's marketable securities held at December31, 2024 and March31, 2024 were as follows (in thousands):December 31, 2024March 31, 2024Available-for-sale securities:Due in 1 year or less\$14,627A \$21,952A Due after 1 year through 5 years1,015A 994A \$15,642A \$22,946A InvestmentsIn February 2023, the Company entered into a forward share purchase agreement with Napatech A/S (Napatech), a publicly traded Danish company registered on the Oslo stock exchange, to purchase approximately 6.2A million shares of Napatech's common stock for \$7.5A million. In April 2023, the Company settled the forward share purchase contract with Napatech in exchange for approximately 6.2A million shares of Napatech's common stock and recorded a \$0.2A million change in the fair value of the derivative instrument in other income (expense), net within the Company's consolidated statement of operations during the nine months ended December 31, 2023. As part of the agreement, the Company received the right to designate a representative to be nominated for election to the Napatech Board of Directors, which was approved by Napatech's Nomination Committee in April 2023. The Company accounts for this investment under the equity method and has elected to apply the fair value option to the investment. The Company records the investment at fair value at the end of each period based on the closing price of Napatech's stock and any change in fair value during the period is recorded in other income (expense), net within the Company's consolidated statement of operations. At December31, 2024 and March 31, 2024, the fair value of the investment in Napatech was \$13.9A million and \$11.5A million, respectively, and was included in marketable securities and investments in the Company's consolidated balance sheet. During the nine months ended December 31, 2024 and 2023, the Company recognized a \$2.9A million gain and a \$1.8A million gain, respectively, in the fair value of the equity investment in Napatech in other income (expense), net within the Company's consolidated statement of operations. For the nine months ended December 31, 2024, the unrealized loss related to foreign currency translation on the equity investment in Napatech was \$0.5A million. For the nine months ended December 31, 2023, the unrealized gain related to foreign currency translation on the equity investment in Napatech was immaterial. X - DefinitionThe entire disclosure for cash and cash equivalent footnotes, which may include the types of deposits and money market instruments, applicable carrying amounts, restricted amounts and compensating balance arrangements. Cash and equivalents include: (1) currency on hand (2) demand deposits with banks or financial institutions (3) other kinds of accounts that have the general characteristics of demand deposits (4) 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. Generally, only investments maturing within three months from the date of acquisition qualify. + ReferencesReference 1:

distributor relationships and technology licenses. Amortization included as operating expense consists of all other intangible assets. The following table provides a summary of amortization expense for the three and nine months ended December 31, 2024 and 2023, respectively (in thousands):Three Months EndedNine Months EndedDecember 31,December 31,2024202320242023Amortization of intangible assets included as:À Á À Á Cost of product revenues1,098À \$1,907À \$3,437À \$5,733À Á À Á À Á Operating expense11,606À 12,538À 34,872À 37,805À \$12,704À \$14,445À \$38,309À \$43,538À The following is the expected future amortization expense at December 31, 2024 for the fiscal years ending MarchÀ 31 (in thousands):2025 (remaining three months)À 12,624À 2026À 46,561À 2027À 43,689À 2028À 40,737À 2029À 31,349À ThereafterÀ 95,067À \$270,027À X - ReferencesNo definition available.

+ Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for goodwill and intangible assets. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-30/tableOfContent>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/350-20/tableOfContent> + Details Name: us-gaap_GoodwillAndIntangibleAssetsDisclosureTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 29 R18.htm IDEA: XBRL DOCUMENT v3.25.0.1 DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES 9 Months Ended Dec. 31, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] À DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIESNetScout operates internationally and, in the normal course of business, is exposed to fluctuations in foreign currency exchange rates.À The exposures result from costs that are denominated in currencies other than the U.S. Dollar, primarily the Euro, British Pound, Canadian Dollar, and Indian Rupee.À The Company manages its foreign cash flow risk by hedging forecasted cash flows for operating expenses denominated in foreign currencies for up to twelve months, within specified guidelines through the use of forward contracts.À The Company enters into foreign currency exchange contracts to hedge cash flow exposures from costs that are denominated in currencies other than the U.S. Dollar.À These hedges are designated as cash flow hedges at inception.NetScout also periodically enters into forward contracts to manage exchange rate risks associated with certain third-party transactions and for which the Company does not elect hedge accounting treatment as there is no difference in the timing of gain or loss recognition on the hedging instrument and the hedged item.All of the Company's derivative instruments are utilized for risk management purposes, and the Company does not use derivatives for speculative trading purposes. These contracts will mature over the next twelve months and are expected to impact earnings on or before maturity.The notional amounts and fair values of derivative instruments in the consolidated balance sheets at December 31, 2024 and March 31, 2024 were as follows (in thousands):À Notional Amounts (a)Prepaid Expenses and Other Current AssetsAccrued OtherÀ December 31,2024March 31,2024December 31,2024March 31,2024Derivatives Designated as Hedging Instruments:À Á À Á À Á Forward contracts\$10,333À \$11,676À \$â€"À \$11À \$324À \$74À Derivatives Not Designated as Hedging Instruments:À Á À Á À Á Forward contractsâ€"À \$â€"À \$â€"À \$â€"À \$â€"À \$â€"À \$11À \$324À \$74À (a)À Notional amounts represent the gross contract/notional amount of the derivatives outstanding.The following table provides the effect that foreign exchange forward contracts designated as hedging instruments had on other comprehensive income (OCI) and results of operations for the three months ended December 31, 2024 and 2023 (in thousands):Gain (Loss) Recognized in OCI on Derivative (a)Gain Reclassified from Accumulated OCI into Income (b)December 31,2024December 31,2023LocationDecember 31,2024December 31,2023Forward contracts\$(576)\$250À ResearchÀ and development\$7À \$1À Sales and marketing107À 38À \$(576)\$250À \$114À \$39À (a)The amount represents the change in fair value of derivative contracts due to changes in spot rates.(b)The amount represents reclassification from other comprehensive income to earnings that occurs when the hedged item affects earnings.The following table provides the effect that foreign exchange forward contracts not designated as hedging instruments had on the Company's results of operations for the three months ended December 31, 2024 and 2023 (in thousands):Loss recognized in Income (a)LocationDecember 31,2024December 31,2023Forward contractsGeneral and administrative\$â€"À \$(5)\$â€"À \$(5)(a)The amount represents the change in fair value of derivative contracts due to changes in spot rates.The following table provides the effect that foreign exchange forward contracts designated as hedging instruments had on other comprehensive income (OCI) and results of operations for the nine months ended December 31, 2024 and 2023 (in thousands):Gain (Loss) Recognized in OCI on Derivative (a)Gain (Loss) Reclassified from Accumulated OCI into Income (b)December 31,2024December 31,2023LocationDecember 31,2024December 31,2023Forward contracts\$(418)\$110À ResearchÀ and development\$11À \$â€"À Sales and marketing148À 48À \$(418)\$110À \$159À \$(76)The following table provides the effect that foreign exchange forward contracts not designated as hedging instruments had on the Company's results of operations for the nine months ended December 31, 2024 and 2023 (in thousands):Loss recognized in Income (a)LocationDecember 31,2024December 31,2023Forward contractsGeneral and administrative\$â€"À \$(5)\$â€"À \$(5)(a)The amount represents the change in fair value of derivative contracts due to changes in spot rates. X - ReferencesNo definition available. + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for derivative instruments and hedging activities including, but not limited to, risk management strategies, non-hedging derivative instruments, assets, liabilities, revenue and expenses, and methodologies and assumptions used in determining the amounts. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5Reference 2: \[http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/815/tableOfContent\]\(http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-5CReference 3: <a href=\) + Details Name: us-gaap_DerivativeInstrumentsAndHedgingActivitiesDisclosureTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 30 R19.htm IDEA: XBRL DOCUMENT v3.25.0.1 LONG-TERM DEBT 9 Months Ended Dec. 31, 2024 Debt Disclosure \[Abstract\] À LONG-TERM DEBT LONG-TERM DEBTOn July 27, 2021, the Company amended and extended its existing credit facility \(as amended, the Second Amended and Restated Credit Agreement\), which provided for a five-year, \\$800.0À million senior secured revolving credit facility, including a letter of credit sub-facility of up to \\$75.0À million. The commitments under the Second Amended and Restated Credit Agreement were set to expire on July 27, 2026, and any outstanding loans were due on that date. On May 13, 2024, the Company repaid \\$25.0À million of borrowings under the Second Amended and Restated Credit Agreement. On October 4, 2024, the Company amended and restated the Second Amended and Restated Credit Agreement \(as amended and restated, the Third Amended and Restated Credit Agreement\) with a syndicate of lenders by and among: the Company, as borrower; certain subsidiaries of NetScout Systems, Inc., as borrower; JPMorgan Chase Bank, N.A., as administrative agent and collateral agent; JPMorgan Chase Bank, N.A., Bank of America, N.A., RBC Capital Markets, PNC Capital Markets LLC and Mizuho Bank, Ltd, as joint lead arrangers and joint bookrunners; TD Bank, N.A. and Silicon Valley Bank, a division of First-Citizens Bank & Trust Company, as co-documentation agents; and the lenders and issuing banks party thereto.The Third Amended and Restated Credit Agreement provides for a new five-year, \\$600.0 million senior secured revolving credit facility, including a letter of credit sub-facility of up to \\$75.0 million. The Company may elect to use the amended credit facility for working capital and other general corporate purposes \(including to refinance revolving loans outstanding under the Second Amended and Restated Credit Agreement and to repurchase shares of the Company's common stock\). The commitments under the Third Amended and Restated Credit Agreement will expire on October 4, 2029, and any outstanding loans will be due on that date.In connection with the Third Amended and Restated Credit Agreement, the Company paid off the outstanding balance of \\$75.0À million under the Second Amended and Restated Credit Agreement on October 4, 2024 by borrowing the same amount under the Third Amended and Restated Credit Agreement. Additionally, the Company recorded a loss on the extinguishment of debt of \\$1.1À million, representing the write off of unamortized deferred financing costs, which was included in interest expense in the consolidated statements of operations for the three and nine months ended December 31, 2024. At December 31, 2024, \\$75.0À million was outstanding under the Third Amended and Restated Credit Agreement. On February 3, 2025, the Company paid the outstanding balance of \\$75.0À million in full under the Third Amended and Restated Credit Agreement.At the Company's election, revolving loans under the Third Amended and Restated Credit Agreement bear interest at either \(a\) a term SOFR rate plus a credit spread adjustment of 0.10% or \(b\) an Alternate Base Rate \(defined in a customary manner\), in each case plus an applicable margin. For the initial period until the Company has delivered financial statements for the quarter ended December 31, 2024, the applicable margin will be 1.00% per annum for term SOFR loans and 0% per annum for Alternate Base Rate loans, and thereafter the applicable margin will vary depending on the Company's consolidated gross leverage ratio, ranging from 1.00% per annum for Alternate Base Rate loans and 2.00% per annum for term SOFR loans if the Company's consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0% per annum for Alternate Base Rate loans and 1.00% per annum for term SOFR loans if the Company's consolidated gross leverage ratio is equal to or less than 1.50 to 1.00. The Company's consolidated gross leverage ratio is the ratio of its consolidated total debt compared to its consolidated EBITDA as defined in the Third Amended and Restated Credit Agreement \(consolidated adjusted EBITDA\). Consolidated adjusted EBITDA includes certain adjustments, including, without limitation, adjustments relating to extraordinary, unusual or non-recurring charges, certain restructuring charges, non-cash charges, certain transaction costs and expenses and certain pro forma adjustments in connection with material acquisitions and dispositions, all as set forth in detail in the Third Amended and Restated Credit Agreement. Commitment fees will accrue on the daily unused amount of the credit facility. For the initial period until the Company has delivered financial statements for the quarter ended December 31, 2024, the commitment fee will be 0.15% per annum, and thereafter the commitment fee will vary depending on the Company's consolidated gross leverage ratio, ranging from 0.30% per annum if the Company's consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0.15% per annum if the Company's consolidated gross leverage ratio is equal to or less than 1.50 to 1.00. Letter of credit participation fees are payable to each lender providing the letter of credit sub-facility on the amount of such lender's letter of credit exposure, during the period from the closing date of the Third Amended and Restated Credit Agreement to, but excluding, the date which is the later of \(i\) the date on which such lender's commitment terminates or \(ii\) the date on which such lender ceases to have any letter of credit exposure, at a rate per annum equal to the applicable margin for term SOFR loans. Additionally, the Company will pay a fronting fee to each issuing bank in amounts to be agreed to between the Company and the applicable issuing bank.Interest on Alternate Base Rate loans is payable at the end of each calendar quarter. Interest on term SOFR loans is payable at the end of each interest rate period or at the end of each three-month interval within an interest rate period if the period is longer than three months. The Company may also prepay loans under the Third Amended and Restated Credit Agreement at any time, without penalty, subject to certain notice requirements.The loans and other obligations under the credit facility are \(a\) guaranteed by each of the Company's wholly-owned material domestic restricted subsidiaries, subject to certain exceptions, and \(b\) are secured by substantially all of the assets of the Company and the subsidiary guarantors, including a pledge of all the capital stock of material subsidiaries held directly by the Company and the subsidiary guarantors \(which pledge, in the case of any foreign subsidiary, is limited to 65% of the voting stock\), subject to certain customary exceptions and limitations. The Third Amended and Restated Credit Agreement generally prohibits any other liens on the assets of the Company and its restricted subsidiaries, subject to certain exceptions as described in the Third Amended and Restated Credit Agreement.The Third Amended and Restated Credit Agreement contains certain covenants applicable to the Company and its restricted subsidiaries, including, without limitation, limitations on additional indebtedness, liens, various fundamental changes, dividends and distributions, investments \(including acquisitions\), transactions with affiliates, asset sales, including sale-leaseback transactions, speculative hedge agreements, payment of junior financing, changes in business and other limitations customary in senior secured credit facilities. The Third Amended and Restated Credit Agreement provides for certain baskets that are available to the Company and its restricted subsidiaries to incur additional indebtedness, to repay junior financing, for asset sales and to make investments and restricted payments. Such baskets are substantially similar to the baskets set forth in the Company's previous amended credit agreement.The Third Amended and Restated Credit Agreement requires the Company to maintain a certain consolidated net leverage ratio. The Company's consolidated net leverage ratio is the ratio of its Consolidated Total Debt minus the lesser of unrestricted cash and 125% of adjusted consolidated EBITDA compared to its adjusted consolidated EBITDA. The Company's maximum consolidated net leverage ratio is 4.00 to 1.00. These covenants and limitations are more fully described in the Third Amended and Restated Credit Agreement. At December 31, 2024, the Company was in compliance with all covenants, including the specified total consolidated net leverage ratio range of 4.00 to 1.00.The Third Amended and Restated Credit Agreement provides that events of default will exist in certain circumstances, including failure to make payment of principal or interest on the loans when required, failure to perform certain obligations under the Third Amended and Restated Credit Agreement and related documents, defaults under certain other indebtedness, certain insolvency events, certain events arising under ERISA, a change of control and certain other events. Upon an event of default, the administrative agent may, or at the request of the holders of more than 50% in principal amount of the loans and commitments shall, terminate the commitments and accelerate the maturity of the loans and enforce certain other remedies under the Third Amended and Restated Credit Agreement and the other loan documents.The Company had unamortized capitalized debt issuance costs, net of \\$3.1 million at December 31, 2024, which are being amortized over the life of the revolving credit facility. The unamortized capitalized debt issuance costs balance of \\$0.7 million was included as prepaid expenses and other current assets and a balance of \\$2.4 million was included as other assets in the Company's consolidated balance sheet at December 31, 2024. X - ReferencesNo definition available. + Details Name: us-gaap_DebtDisclosureAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for long-term debt. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef-Topic 470 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/470/tableOfContent> + Details Name: us-gaap_LongTermDebtTextBlock Namespace Prefix: us-gaap_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration XML 31 R20.htm IDEA: XBRL DOCUMENT v3.25.0.1 RESTRUCTURING CHARGES 9 Months Ended Dec. 31, 2024 Restructuring and Related Activities \[Abstract\] À RESTRUCTURING CHARGES RESTRUCTURING CHARGESDuring the first quarter of fiscal year 2025, the Company implemented a voluntary separation program \(VSP\) for employees who met certain age and service requirements to reduce overall headcount. As a result of the related workforce reduction, during the three months and nine months ended December 31, 2024, the Company recorded restructuring charges totaling \\$0.6À million and \\$19.6À million, respectively, related to one-time termination benefits for one hundred forty-two employees who voluntarily terminated their employment with the Company during the nine months ended December 31, 2024. All one-time termination benefits are expected to be paid in full by the end of the fiscal year ending March 31, 2025.During the third quarter of fiscal year 2025, the Company entered into transition agreements that provided termination benefits for certain employees to ensure an orderly transition of responsibilities for continuity purposes. As a result of the related workforce changes, during the three months and nine months ended December 31, 2024, the Company recorded restructuring charges totaling \\$0.3À million. The Company estimates that approximately \\$0.6À million, \\$1.0À million and \\$0.1À million in additional restructuring charges will be recorded in the fiscal years ending March 31, 2025, 2026 and 2027, respectively, related to one-time termination benefits for the ten employees who continue to render services to the Company. A majority of the one-time termination benefits are expected to be paid in full by the end of the second quarter of fiscal year ending March 31, 2026, with the remaining amounts expected to be paid in full by the end of the fiscal year ending March 31, 2027.The following table provides a summary of the activity related to the restructuring plan and the related restructuring liability \(in thousands\):Q1 FY25 VSPQ3 FY25 PlanEmployee-relatedEmployee-relatedTOTALBalance at March 31, 2024\\$â€"À \\$â€"À \\$â€"À Á À Á Restructuring charges to operations19,608À 291À 89,899À Á À Á Payments\(19,421\)À \(9,421\)À \(9,421\)À Á À Á Other adjustments\(9\)À \(9\)À Balance at December 31, 2024\\$178À \\$291À \\$469À X - ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedActivitiesAbstract Namespace Prefix: us-gaap_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for restructuring and related activities. Description of restructuring activities such as exit and disposal activities, include facts and circumstances leading to the plan, the expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled. + ReferencesReference 1:](http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Subparagraph (f) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480237/815-40-50-5Reference 2: http://www.xbrl.org/2003/role/disclosureRef-Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5C -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-5CReference 3: http://fasb.org/us-gaap/role/ref/legacyRef-Topic 815 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/815/tableOfContent)

Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482017/420-10-50-1 + Details Name: us-gaap RestructuringAndRelatedActivitiesDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 32 R21.htm IDEA: XBRL DOCUMENT v3.25.0.1 LEASES 9 Months Ended Dec. 31, 2024 Leases [Abstract] A LEASES LEASESThe Company determines if an arrangement is a lease at inception. Right-of-use (ROU) assets represent the Company's right to use an underlying asset for the duration of the lease term. Lease liabilities represent the Company's contractual obligation to make lease payments over the lease term. The Company's policy is to combine lease and non-lease components and to not recognize ROU assets and lease liabilities for short-term leases. Leases with an initial term of twelve months or less are classified as short-term leases. ROU assets are recorded and recognized at commencement for the lease liability amount, plus initial direct costs incurred less lease incentives received. Lease liabilities are recorded at the present value of future lease payments over the lease term at commencement. The discount rate used is generally the Company's estimated incremental borrowing rate unless the lessor's implicit rate is readily determinable. Incremental borrowing rates are calculated periodically to estimate the rate the Company would pay to borrow the funds necessary to obtain an asset of similar value over a similar term. Lease expenses relating to operating leases are recognized on a straight-line basis over the lease term.The Company has operating leases for administrative, research and development, sales and marketing and manufacturing facilities and equipment under various non-cancelable lease agreements. The Company's leases have remaining lease terms ranging from 1 year to 7 years. The Company's lease terms may include options to extend or terminate the lease where it is reasonably certain that the Company will exercise those options. The Company considers several economic factors when making this determination, including but not limited to, the significance of leasehold improvements incurred in the office space, the difficulty in replacing the asset, underlying contractual obligations, or specific characteristics unique to a particular lease. The Company's lease agreements do not contain any material residual value guarantees or material restrictive covenants.The Company has asset retirement obligations (ARO) to return certain leased facilities to their original condition at the end of the respective lease term. The estimated fair value of these ARO liabilities is recognized in the period in which the liability is generated and a corresponding increase to the carrying value of the related asset is recorded and depreciated over the useful life of the asset. The Company's estimates of its ultimate AROs could change because of changes in regulations, the extent of environmental remediations required, the means of reclamation, cost estimates, exit or disposal activities or time period estimates. ARO liabilities totaled \$2.1A million and \$2.3A million at December 31, 2024 and March 31, 2024, respectively. There was a balance of \$2.1A million included in other long-term liabilities in the consolidated balance sheets at December 31, 2024, and a balance of \$0.1A million included in accrued other and a balance of \$2.2A million included in other long-term liabilities in the consolidated balance sheets at March 31, 2024. Accretion expense related to these liabilities was not material for any periods presented.Most of the Company's lease agreements contain variable payments, primarily for common area maintenance (CAM), which are expensed as incurred and not included in the measurement of the ROU assets and lease liabilities.The components of operating lease cost for the three and nine months ended December 31, 2024 and 2023, respectively, were as follows (in thousands):Three Months EndedNine Months EndedDecember 31, December 31, 2024202320242023Lease cost under long-term operating leases\$2,962A \$3,027A \$8,889A \$9,113A Lease cost under short-term operating leases\$334A 402A 993A 1,240A Variable lease cost under short-term and long-term operating leases1,074A 941A 3,152A 3,142A A A A A A Total operating lease cost\$4,370A \$4,370A \$13,034A \$13,495A The table below presents supplemental cash flow information related to leases during the nine months ended December 31, 2024 and 2023 (in thousands):Nine Months EndedDecember 31, 20242023Right-of-use assets obtained in exchange for new operating lease liabilities\$2,080A \$1,362A At DecemberA 31, 2024 and MarchA 31, 2024, the weighted average remaining lease term in years and weighted average discount rate were as follows:December 31, 2024March 31, 2024Weighted average remaining lease term in years - operating leases4.925.32Weighted average discount rate - operating leases4.3A %4.2A %Future minimum payments under non-cancelable leases at DecemberA 31, 2024 are as follows (in thousands):Year ending March 31:2025 (remaining three months)\$2,318A 202611,913A 20278,792A 20287,679A 20296,821A Thereafter9,715A A A A A Total lease payments\$47,238A A A A Less imputed interest(4,481)A A A A Present value of lease liabilities\$42,757A X - ReferencesNo definition available. + Details Name: us-gaap LeasesAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for operating leases of lessee. Includes, but is not limited to, description of operating lease and maturity analysis of operating lease liability. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/842-20/tableOfContent + Details Name: us-gaap LesseeOperatingLeasesTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 33 R22.htm IDEA: XBRL DOCUMENT v3.25.0.1 COMMITMENTS AND CONTINGENCIES 9 Months Ended Dec. 31, 2024 Commitments and Contingencies Disclosure [Abstract] A COMMITMENTS AND CONTINGENCIES COMMITMENTS AND CONTINGENCIESAs previously disclosed, in March 2016, Packet Intelligence LLC (Packet Intelligence or Plaintiff) filed a Complaint against NetScout and two subsidiary entities in the United States District Court for the Eastern District of Texas asserting infringement of five United States patents.A Plaintiff's Complaint alleged that legacy Tektronix GeoProbe products, including the G10 and GeoBlade products, infringed these patents.A NetScout filed an Answer denying Plaintiff's allegations and asserting that Plaintiff's patents were, among other things, invalid, not infringed, and unenforceable due to inequitable conduct.A In October 2017, a jury rendered a verdict finding in favor of the Plaintiff and that Plaintiff was entitled to \$3.5 million for pre-suit damages and \$2.3 million for post-suit damages.A In September 2018, the Court entered judgment and "enhanced" the jury verdict in the amount of \$2.8 million as a result of a jury finding. The judgment also awarded pre- and post-judgment interest, and a running royalty on the G10 and GeoBlade products until the expiration of the patents at issue, the last date being June 2022. Following the entry of final judgment, NetScout appealed, and in July 2020, the Court of Appeals for the Federal Circuit (Federal Circuit) issued a decision vacating the \$3.5 million pre-suit damages award, affirming the \$2.3 million post-suit damages award, vacating the \$2.8A million enhancement award, and remanding to the district court to determine what, if any, enhancement should be awarded. In March 2021, NetScout filed a petition for a writ of certiorari to the United States Supreme Court, which was denied, challenging, among other issues, the basis for enhanced damages and the patentability of the claimed technology. On September 8 and 9, 2021, in proceedings initiated by third parties that did not involve NetScout, the Patent Trial and Appeal Board (PTAB) invalidated all the patent claims that were also asserted against NetScout in this case. After the PTAB decisions were issued, NetScout moved, among other things, to dismiss the case and enter judgment in its favor on the grounds that the PTAB decisions invalidating the asserted claims precluded Plaintiff from continuing to assert its patent infringement causes of action and from seeking damages from NetScout. The District Court denied NetScout's motion with respect to its request to dismiss the case and enter judgment in its favor. The District Court entered an amended final judgment awarding Plaintiff \$2.3A million in post-suit damages, \$1.1A million in enhanced damages, pre- and post-judgment interest, and a running royalty on the G10 and GeoBlade products until the expiration of the patents at issue, the last expiration date being June 2022. On July 20, 2022, NetScout filed a notice of appeal to the Federal Circuit from, among other things, the amended final judgment. On May 2, 2024, in a separate action the Federal Circuit affirmed the PTAB decisions, which as a result found that all of the patent claims asserted by Packet Intelligence against NetScout were invalid. Also on May 2, 2024, the Federal Circuit ruled in NetScout's favor in its appeal, vacating the District Court's final judgment and remanding the case to the District Court to dismiss the case against NetScout as moot. As a result, during the year ended March 31, 2024, NetScout concluded that the risk of loss associated with damages that may result from this case was remote and recorded a \$4.6A million reduction in contingent liabilities and legal fees. On June 26, 2024, the District Court issued its Order dismissing the case against NetScout. X - ReferencesNo definition available. + Details Name: us-gaap CommitmentsAndContingenciesDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for commitments and contingencies. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 405 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/405-30/tableOfContentReference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 3: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 450 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/450/tableOfContentReference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 954 -SubTopic 440 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478522/954-440-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 440 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482648/440-10-50-4Reference 6: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 440 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/440/tableOfContent + Details Name: us-gaap CommitmentsAndContingenciesDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 34 R23.htm IDEA: XBRL DOCUMENT v3.25.0.1 PENSION BENEFIT PLANS 9 Months Ended Dec. 31, 2024 Retirement Benefits [Abstract] A PENSION BENEFIT PLANS PENSION BENEFIT PLANSCertain of the Company's non-U.S. employees participate in noncontributory defined benefit pension plans. None of the Company's employees in the U.S. participate in any noncontributory defined benefit pension plans. In general, these plans are funded based on considerations relating to legal requirements, underlying asset returns, the plan's funded status, the anticipated deductibility of the contribution, local practices, market conditions, interest rates and other factors.The following sets forth the components of the Company's net periodic pension cost of the noncontributory defined benefit pension plans recorded in operating expenses in the consolidated statements of operations for the three and nine months ended December 31, 2024 and 2023, respectively, (in thousands):Three Months EndedNine Months EndedDecember 31, December 31, 2024202420232023Service cost\$46A \$52A \$142A \$152A Interest cost\$238A 253A 739A 741A Amortization of net gain(113)(235)(686)A A A Net periodic pension cost\$171A \$70A \$531A \$207A Expected ContributionsDuring the nine months ended December 31, 2024, the Company made contributions of \$0.5 million to its defined benefit pension plans. During the fiscal year ending MarchA 31, 2025, the Company's cash contribution requirements for its defined benefit pension plans are expected to be less than \$1.0 million. As a majority of the participants within the Company's plans are all active employees, the benefit payments are not expected to be material in the foreseeable future. X - ReferencesNo definition available. + Details Name: us-gaap CompensationAndRetirementDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for retirement benefits. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 70 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480794/715-70-50-1Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480482/715-20-55-17Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph 1 -Subparagraph (d)(iv)(03) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (q) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (l) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 7: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/715/tableOfContentReference 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d)(iii) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (o) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 10: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (p) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 11: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (r)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 12: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (r)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480506/715-20-50-1Reference 13: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 20 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480126/715-20-S99-2Reference 14: http://www.xbrl.org/2003/role/disclosureRef -Topic 715 -SubTopic 60 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480266/715-60-50-3 + Details Name: us-gaap PensionAndOtherPostretirementBenefitsDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 35 R24.htm IDEA: XBRL DOCUMENT v3.25.0.1 TREASURY STOCK 9 Months Ended Dec. 31, 2024 Equity [Abstract] A TREASURY STOCK TREASURY STOCK On October 24, 2017, the Company's Board of Directors approved a share repurchase program that enabled the Company to repurchase up to twenty-five million shares of its common stock (2017 Share Repurchase Program).A Through March 31, 2024, the Company repurchased all of the authorized 25,000,000 shares for \$694.1 million in the open market under the 2017 Share Repurchase Program. The Company repurchased 1,209,153 shares for \$33.6A million during the nine months ended December 31, 2023 under the 2017 Share Repurchase Program.On May 3, 2022, the Company's Board of Directors approved an additional share repurchase program that enables the Company to repurchase up to twenty-five million shares of its common stock (2022 Share Repurchase Program). The 2022 Share Repurchase Program became effective in the third quarter of fiscal year 2024 when the 2017 Share Repurchase Program was completed. The Company is not obligated to acquire any specific amount of common stock within any particular timeframe as a result of the 2022 Share Repurchase Program. Through December 31, 2024, the Company repurchased 1,976,721 shares for \$41.6A million under the 2022 Share Repurchase Program. The Company repurchased 1,362,205 shares for \$25.3A million under this share repurchase program during the nine months ended December 31, 2024. At DecemberA 31, 2024, 23,023,279 shares of common stock remained available to be purchased under the current program.In connection with the delivery of shares of the Company's common stock upon vesting of restricted stock units, the Company withheld 697,899A shares and 644,125 shares at a cost of \$13.8 million and \$19.2 million, respectively, related to minimum statutory tax withholding requirements on these restricted stock units during the nine months ended December 31, 2024 and 2023, respectively. These withholding transactions do not fall under the share repurchase programs described above, and therefore do not reduce the number of shares that are available for repurchase under those programs. X - ReferencesNo definition available. + Details Name: us-gaap EquityAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for treasury stock, including, but not limited to, average cost per share, description of share repurchase program, shares repurchased, shares held for each class of treasury stock. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Topic 505 -SubTopic 30 -Name Accounting Standards Codification -Publisher FASB -URI https://asc.fasb.org/505-30/tableOfContent + Details Name: us-gaap TreasuryStockTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 36 R25.htm IDEA: XBRL DOCUMENT v3.25.0.1 NET INCOME (LOSS) PER SHARE 9 Months Ended Dec. 31, 2024 Earnings Per Share [Abstract] A NET INCOME (LOSS) PER SHARE NET INCOME (LOSS) PER SHARECalculations of the basic and diluted net income (loss) per share and potential common shares are as follows (in thousands, except for per share data): Three Months EndedNine Months EndedA December 31, December 31, A 2024202320242023Numerator:Net income (loss)\$48,810A \$(132,577)\$(385,539)\$(115,315)Denominator:Denominator for basic net income (loss) per share - weighted average common shares outstanding71,737A 71,077A 71,551A 71,577A Dilutive common equivalent shares:Weighted average restricted stock units and performance-based restricted stock units832A æ" Å æ" Å æ" Å Denominator for diluted net income (loss) per share - weighted average shares outstanding72,569A 71,077A 71,551A 71,577A Net income (loss) per share:A A A A Basic net income (loss) per share\$0.68A \$(1.87)\$(5.39)\$(1.61)A A A A Diluted net income (loss) per share\$0.67A \$(1.87)\$(5.39)\$(1.61)The following table sets forth restricted stock units excluded from the calculation of diluted net income (loss) per share, since their inclusion would be anti-dilutive (in thousands):Three Months EndedNine Months EndedA December 31, December 31, A 2024202320242023Restricted stock units1,944A 561A 534A 778A Basic net income (loss) per share is calculated by dividing net income (loss) by the weighted average number of shares outstanding during the period. Unvested restricted shares, although legally issued and outstanding, are not considered outstanding for purposes of calculating basic earnings per share. Diluted net income (loss) per share is calculated by dividing net income (loss) by the weighted average number of shares outstanding plus the dilutive effect, if any, of outstanding

stock options, restricted shares and restricted stock units using the treasury stock method. The calculation of the dilutive effect of outstanding equity awards under the treasury stock method includes consideration of proceeds from the assumed exercise of stock options and unrecognized compensation expense as additional proceeds. As the Company incurred a net loss during the three months ended December 31, 2023, and the nine months ended December 31, 2024 and 2023, all outstanding restricted stock units and performance-based restricted stock units have an anti-dilutive effect and are therefore excluded from the computation of diluted weighted average shares outstanding. X - ReferencesNo definition available. + Details Name: us-gaap_EarningsPerShareAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for earnings per share. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(c\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482662/260-10-50-1](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)Reference 2: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/260/tableOfContent>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Publisher FASB-URI https://asc.fasb.org/1943274/2147482662/260-10-50-2>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 260-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 3-Publisher FASB-URI https://asc.fasb.org/1943274/2147482662/260-10-50-3> + Details Name: us-gaap_EarningsPerShareTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 37 R26.htm IDEA: XBRL DOCUMENT v3.25.0.1 INCOME TAXES 9 Months Ended Dec. 31, 2024 Income Tax Disclosure [Abstract] Â INCOME TAXES INCOME TAXESGenerally, the Company's effective tax rate differs from the U.S. federal statutory income tax rate primarily due to foreign withholding taxes and U.S. taxation on foreign earnings, which are partially offset by research and development tax credits and the foreign derived intangible income deduction. The Company's effective tax rates were 14.9% and 0.9% for the three months ended December 31, 2024 and 2023, respectively.Â The effective tax rate for the three months ended DecemberÂ 31, 2024 differed from the effective tax rate for the three months ended DecemberÂ 31, 2023 primarily related to a decrease in the research and development tax credit and an increase in foreign withholding taxes. The Company's effective tax rates were 0.4% and 3.3% for the nine months ended December 31, 2024 and 2023, respectively.Â The effective tax rate for the nine months ended December 31, 2024 differed from the effective tax rate for the nine months ended December 31, 2023 primarily related to a decrease in the research and development tax credit, an increase in foreign withholding taxes and goodwill impairment incurred during the nine months ended December 31, 2024, which was not deductible for tax purposes. X - ReferencesNo definition available. + Details Name: us-gaap_IncomeTaxDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for income tax. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-12>Reference 2: <http://www.xbrl.org/2003/role/exampleRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 231-Publisher FASB-URI https://asc.fasb.org/1943274/2147482663/740-10-55-231>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12C-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-12C>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 12B-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-12B>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 270-Name Accounting Standards Codification-Section 50-Paragraph 1-Publisher FASB-URI https://asc.fasb.org/1943274/2147477891/740-270-50-1>Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SAB Topic 6.1.5.Q1\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SAB Topic 6.1.5.Q1)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-1)Reference 7: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 13-Publisher FASB-URI https://asc.fasb.org/1943274/2147480990/946-20-50-13>Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph \(SX 210.4-08\(h\)\(2\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 235-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 1-Subparagraph (SX 210.4-08(h)(2))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/740/tableOfContent>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 14-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-14>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 21-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-21>Reference 12: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 17-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482685/740-10-50-17](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/1943274/2147482685/740-10-50-17)Reference 13: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph \(SAB Topic 11.C\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SAB Topic 11.C)-Publisher FASB-URI https://asc.fasb.org/1943274/2147479360/740-10-S99-2)Reference 14: [http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482603/740-30-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 740-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482603/740-30-50-2) + Details Name: us-gaap_IncomeTaxDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 38 R27.htm IDEA: XBRL DOCUMENT v3.25.0.1 SEGMENT AND GEOGRAPHIC INFORMATION 9 Months Ended Dec. 31, 2024 Segment Reporting [Abstract] Â SEGMENT AND GEOGRAPHIC INFORMATION SEGMENT AND GEOGRAPHIC INFORMATIONThe Company reports revenues and income under one reportable segment. The Company manages its business in the following geographic areas: United States, Europe, Asia and the rest of the world. The Company's policies mandate compliance with economic sanctions and the export controls. Total revenue by geography is as follows (in thousands):Three Months EndedNine Months EndedÂ December 31, December 31,Â 2024202320242023United States\$153,875Â \$123,732Â \$365,059Â \$367,112Â Europe\$46,194 \$5,363Â 110,107Â 111,531Â Asia\$18,237Â 17,257Â 47,163Â 47,982Â Rest of the world\$33,288Â 31,720Â 95,363Â 99,387Â \$252,019Â \$218,072Â \$617,692Â \$626,012Â The United States revenue includes sales to resellers in the United States. These resellers fulfill customer orders and may subsequently ship the Company's products to international locations. Further, the Company determines the geography of its sales after considering where the contract originated. A majority of revenue attributable to locations outside of the United States is a result of export sales. Substantially all of the Company's identifiable assets are located in the United States. X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for reporting segments including data and tables. Reportable segments include those that meet any of the following quantitative thresholds a) it's reported revenue, including sales to external customers and intersegment sales or transfers is 10 percent or more of the combined revenue, internal and external, of all operating segments b) the absolute amount of its reported profit or loss is 10 percent or more of the greater, in absolute amount of 1) the combined reported profit of all operating segments that did not report a loss or 2) the combined reported loss of all operating segments that did report a loss c) its assets are 10 percent or more of the combined assets of all operating segments. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 55-Paragraph 48-Publisher FASB-URI https://asc.fasb.org/1943274/2147482785/280-10-55-48>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph \(f\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph (f)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-32)Reference 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/1943274/2147482964/270-10-50-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 270-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482964/270-10-50-1)Reference 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 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<http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 34-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-34>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 26C-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-26C>Reference 16: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 26B-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-26B>Reference 17: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 15-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-15>Reference 18: <http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 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https://asc.fasb.org/1943274/2147482810/280-10-50-32](http://www.xbrl.org/2003/role/disclosureRef-Topic 280-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 32-Subparagraph (c)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482810/280-10-50-32) + Details Name: us-gaap_SegmentReportingDisclosureTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 39 R28.htm IDEA: XBRL DOCUMENT v3.25.0.1 SUBSEQUENT EVENTS 9 Months Ended Dec. 31, 2024 Subsequent Events [Abstract] Â SUBSEQUENT EVENTS SUBSEQUENT EVENTSThe Company has evaluated subsequent events for adjustment to or disclosure in its consolidated financial statements through the date the consolidated financial statements were issued. Except as disclosed in Note 11, "Long-term Debt," no other recordable or disclosable events occurred. X - ReferencesNo definition available. + Details Name: us-gaap_SubsequentEventsAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionThe entire disclosure for significant events or transactions that occurred after the balance sheet date through the date the financial statements were issued or the date the financial statements were available to be issued. Examples include: the sale of a capital stock issue, purchase of a business, settlement of litigation, catastrophic loss, significant foreign exchange rate changes, loans to insiders or affiliates, and transactions not in the ordinary course of business. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 855-Name Accounting Standards Codification-Publisher FASB-URI https://asc.fasb.org/855/tableOfContent>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 855-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483399/855-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 855-SubTopic 10-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147483399/855-10-50-2) + Details Name: us-gaap_SubsequentEventsTextBlock Namespace Prefix: us-gaap Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 40 R29.htm IDEA: XBRL DOCUMENT v3.25.0.1 Pay vs Performance Disclosure - USD (\$\$) in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Pay vs Performance Disclosure Â Â Â Â Net loss \$ 48,810 \$ (132,577) \$ (385,539) \$ (115,315) X - 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/1943274/2147483443/250-10-50-6](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:stringItem Type 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: <a href=)Reference 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/1943274/2147483443/250-10-50-9>Reference 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/1943274/2147476176/805-60-65-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 805-SubTopic 60-Name Accounting Standards Codification-Section 65-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147476176/805-60-65-1)Reference 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/1943274/2147478666/740-323-65-2](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/1943274/2147478666/740-323-65-2)Reference 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-S99-2](http://fasb.org/us-gaap/role/ref/legacyRef-Topic 220-SubTopic 10-Name Accounting Standards Codification-Section S99-Paragraph 2-Subparagraph (SX 210.5-03(20))-Publisher FASB-URI https://asc.fasb.org/1943274/2147483621/220-10-S99-2)Reference 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\(g\)\(1\)\(iii\)\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1](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)(iii))-Publisher FASB-URI https://asc.fasb.org/1943274/2147480678/235-10-S99-1)Reference 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/1943274/2147481687/323-10-50-3](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/1943274/2147481687/323-10-50-3)Reference 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/1943274/2147482907/825-10-50-28](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/1943274/2147482907/825-10-50-28)Reference 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/1943274/2147482765/220-10-50-6>Reference 10:

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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 41 R30.htm IDEA: XBRL DOCUMENT v3.25.0.1 Insider Trading Arrangements 3 Months Ended 9 Months Ended Dec. 31, 2024 shares Dec. 31, 2024 shares Trading Arrangements, by Individual A Material Terms of Trading Arrangement A Name & TitleDate AdoptedCharacter of Trading Arrangement(1)Aggregate Number of Shares of Common Stock to be Purchased or Sold Pursuant to Trading ArrangementDuration(2)Date TerminatedJean Bua, Chief Financial OfficerNovember 12, 2024Rule 10b5-1 Trading ArrangementUp to 11,999 shares to be soldMarch 6, 2025N/AJohn Downing, Executive Vice President, Worldwide Sales OperationsNovember 22, 2024Rule 10b5-1 Trading ArrangementUp to 24,000 shares to be soldFebruary 27, 2026N/AAlfred Grasso, DirectorDecember 3, 2024Rule 10b5-1 Trading ArrangementUp to 11,000 shares to be soldNovember 25, 2025N/AJoseph G. Hadzima Jr., DirectorDecember 11, 2024Rule 10b5-1 Trading ArrangementUp to 10,113 shares to be soldDecember 15, 2025N/A(1) Except as indicated by footnote, each trading arrangement marked as a "Rule 10b5-1 Trading Arrangement" is intended to satisfy the affirmative defense of Rule 10b5-1(c), as amended (the "Rule").(2) Represents the expiration date of the Rule 10b5-1 Trading Arrangement. Pursuant to the terms of the Rule 10b5-1 Trading Arrangement, the Rule 10b5-1 Trading Arrangement may terminate earlier upon the occurrence of certain events. Non-Rule 10b5-1 Arrangement Adopted false A Rule 10b5-1 Arrangement Terminated false A Non-Rule 10b5-1 Arrangement Terminated false A Jean Bua [Member] A Trading Arrangements, by Individual A Name Jean Bua A Title Chief Financial Officer A Rule 10b5-1 Arrangement Adopted true A Adoption Date November 12, 2024 A Expiration Date March 6, 2025 A Arrangement Duration 114 days A Aggregate Available 11,999 11,999 John Downing [Member] A Trading Arrangements, by Individual A Name John Downing A Title Executive Vice President, Worldwide Sales Operations A Rule 10b5-1 Arrangement Adopted true A Adoption Date November 22, 2024 A Expiration Date February 27, 2026 A Arrangement Duration 462 days A Aggregate Available 24,000 24,000 Alfred Grasso [Member] A Trading Arrangements, by Individual A Name Alfred Grasso A Title Director A Rule 10b5-1 Arrangement Adopted true A Adoption Date December 3, 2024 A Expiration Date November 25, 2025 A Arrangement Duration 357 days A Aggregate Available 11,000 11,000 Joseph G. Hadzima Jr [Member] A Trading Arrangements, by Individual A Name Joseph G. Hadzima Jr. A Title Director A Rule 10b5-1 Arrangement Adopted true A Adoption Date December 11, 2024 A Expiration Date December 15, 2025 A Arrangement Duration 369 days A Aggregate Available 10,113 10,113 X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_MtrlTermsOfTrdArrTextBlock Namespace Prefix: ecd_Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrAdoptedFlag Namespace Prefix: ecd_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 1 + Details Name: ecd_NonRule10b51ArrTrmtdFlag Namespace Prefix: ecd_Data Type: xbrli:booleanItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TradingArrByIndTable Namespace Prefix: ecd_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph B + Details Name: ecd_TrdrArrAdoptionDate Namespace Prefix: ecd_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph C + Details Name: ecd_TrdrArrDuration Namespace Prefix: ecd_Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph C + Details Name: ecd_TrdrArrExpirationDate Namespace Prefix: ecd_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: ecd_TrdrArrIndName Namespace Prefix: ecd_Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph A + Details Name: xbrli:stringItemType Balance Type: na Period Type: duration X - ReferencesReference 1: http://www.xbrl.org/2003/role/presentationRef -Publisher SEC -Name Regulation S-K -Number 229 -Section 408 -Subsection a -Paragraph 2 -Subparagraph D + Details Name: ecd_TrdrArrSecuritiesAggAvailAmt Namespace Prefix: ecd_Data Type: xbrli:sharesItemType Balance Type: na Period Type: instant X - Details Name: ecd_IndividualAxis=ntct_JeanBuaMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: ecd_IndividualAxis=ntct_JohnDowningMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: ecd_IndividualAxis=ntct_AlfredGrassoMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: ecd_IndividualAxis=ntct_JosephG.HadzimaJrMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 42 R31.htm IDEA: XBRL DOCUMENT v3.25.0.1 BASIS OF PRESENTATION (Policies) 9 Months Ended Dec. 31, 2024 Organization, Consolidation and Presentation of Financial Statements [Abstract] A Basis of Presentation BASIS OF PRESENTATIONThe accompanying unaudited interim consolidated financial statements have been prepared by NetScout Systems, Inc. (NetScout or the Company). Certain information and footnote disclosures normally included in financial statements prepared under United States generally accepted accounting principles (GAAP) have been condensed or omitted pursuant to the rules and regulations of the Securities and Exchange Commission (SEC). In the opinion of management, the unaudited interim consolidated financial statements include all adjustments, consisting of normal recurring adjustments, necessary for a fair statement of the Company's financial position and stockholders' equity, results of operations and cash flows. The year-end consolidated balance sheet data and statement of stockholders' equity were derived from the Company's audited financial statements, but do not include all disclosures required by GAAP. The results reported in these unaudited interim consolidated financial statements are not necessarily indicative of results that may be expected for the entire year. All significant intercompany accounts and transactions are eliminated in consolidation. These unaudited interim consolidated financial statements should be read in conjunction with the audited consolidated financial statements, including the notes thereto, included in the Company's Annual Report on Form 10-K for the fiscal year ended March 31, 2024 filed with the Securities and Exchange Commission on May 16, 2024. Recent Accounting Pronouncements Recent Accounting PronouncementsIn November 2024, the FASB issued ASU 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). Additionally, in January 2025, the FASB issued ASU 2025-01 to clarify the effective date of ASU 2024-03. ASU 2024-03 provides guidance to expand disclosures related to the disaggregation of income statement expenses. The standard requires, in the notes to the financial statements, disclosure of specified information about certain costs and expenses which includes purchases of inventory, employee compensation, depreciation, and intangible asset amortization that are included on the face of the statement of income. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. ASU 2024-03 is effective for NetScout beginning with its fiscal year ending March 31, 2028. The Company is in the process of evaluating the impact that the adoption of ASU 2024-03 will have on its disclosures. In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 is intended to enhance the transparency and decision usefulness of income tax disclosures. The amendments address investor requests for enhanced income tax information primarily through changes to the rate reconciliation and income taxes paid information. The amendments are effective retrospectively for fiscal years beginning after December 15, 2024. The amendments should be applied prospectively; however, retrospective application is also permitted. ASU 2023-09 is effective for NetScout beginning April 1, 2025. Early adoption is permitted. The Company is in the process of evaluating the impact that the adoption ASU 2023-09 will have to the financial statements and related disclosures. In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which provides updates to qualitative and quantitative reportable segment disclosure requirements, including enhanced disclosures about significant segment expenses and increased interim disclosure requirements, among others. The amendments in ASU 2023-07 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, and the amendments should be applied retrospectively. The Company plans to adopt ASU 2023-07 beginning with its fiscal year ending March 31, 2025. The Company is in the process of evaluating the impact that the adoption ASU 2023-07 will have to the financial statements and related disclosures. Revenue Recognition Policy Revenue Recognition PolicyThe Company exercises judgment and uses estimates in connection with determining the amounts of product and service revenues to be recognized in each accounting period. The Company derives revenues primarily from the sale of network management tools and cybersecurity solutions for service provider and enterprise customers, which include hardware, software, and service offerings. The Company's product sales consist of software only offerings and offerings which include hardware appliances with embedded software that are essential to providing customers the intended functionality of the solutions. The Company accounts for revenue once a legally enforceable contract with a customer has been approved by the parties and the related promises to transfer products or services have been identified. A contract is defined by the Company as an arrangement with commercial substance identifying payment terms, each party's rights and obligations regarding the products or services to be transferred and the amount the Company deems probable of collection. Customer contracts may include promises to transfer multiple products and services to a customer. Determining whether the products and services are considered distinct performance obligations that should be accounted for separately or as one combined performance obligation may require significant judgment. Revenue is recognized when control of the products or services are transferred to the Company's customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for products and services. Product revenue is typically recognized upon fulfillment, provided a legally enforceable contract exists, control has passed to the customer, and in the case of software products, when the customer has the rights and ability to access the software, and collection of the related receivable is probable. If any significant obligations to the customer remain post-delivery, typically involving obligations relating to installation and acceptance by the customer, revenue recognition is deferred until such obligations have been fulfilled. The Company's service offerings include installation, integration, extended warranty and maintenance services, post-contract customer support, stand-ready software-as-a-service (SAAS) and other professional services including consulting and training. The Company generally provides software and/or hardware support as part of product sales. Revenue related to the initial bundled software and hardware support is recognized ratably over the support period. In addition, customers can elect to purchase extended support agreements for periods after the initial software/hardware warranty expiration. Support services generally include rights to unspecified upgrades (when and if available), telephone and internet-based support, updates, bug fixes and hardware repair and replacement. Consulting services are recognized upon delivery or completion of performance depending on the terms of the underlying contract. Reimbursements of out-of-pocket expenditures incurred in connection with providing consulting services are included in services revenue, with the offsetting expense recorded in cost of service revenue. Training services include on-site and classroom training. Training revenues are recognized upon delivery of the training. Generally, the Company's contracts are accounted for individually. However, when contracts are closely interrelated and dependent on each other, it may be necessary to account for two or more contracts as one to reflect the substance of the group of contracts. Bundled arrangements are concurrent customer purchases of a combination of the Company's product and service offerings that may be delivered at various points in time. The Company allocates the transaction price among the performance obligations in an amount that depicts the relative standalone selling prices (SSP) of each obligation. Judgment is required to determine the SSP for each distinct performance obligation. The Company uses a range of amounts to estimate SSP for each of the products and services sold, based primarily on the performance obligation's historical pricing. The Company also considers its overall pricing objectives and practices across different sales channels and geographies, and market conditions. Generally, the Company has established SSP for a majority of its service performance obligations based on historical standalone sales. In certain instances, the Company has established SSP for services based upon an estimate of profitability and the underlying cost to fulfill those services. SSP has primarily been established for product performance obligations as the average or median selling price the performance obligation was recently sold for, whether sold alone or sold as part of a bundle

transaction. The Company reviews sales of the product performance obligations on a quarterly basis and updates, when appropriate, its SSP for such performance obligations to ensure that it reflects recent pricing experience. The Company's products are distributed through its direct sales force and indirect distribution channels through alliances with resellers and distributors. Revenue arrangements with resellers and distributors are recognized on a sell-in basis; that is, when control of the product transfers to the reseller or distributor. The Company records consideration given to a customer as a reduction of revenue to the extent they have recorded revenue from the customer. With limited exceptions, the Company's return policy does not allow product returns for a refund. Returns have been insignificant to date. In addition, the Company has a history of successfully collecting receivables from its resellers and distributors. 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_BasisOfAccountingPolicyPolicy/TextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type 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_NewAccountingPronouncementsPolicyPolicy/TextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_OrganizationConsolidationAndPresentationOffFinancialStatementsAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionDisclosure of accounting policy for revenue from contract with customer. + ReferencesReference 1: <http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 17 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-17>Reference 2: <http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 19 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-19>Reference 3: [http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18](http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 18 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-18)Reference 5: [http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20](http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20)Reference 6: [http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20](http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20)Reference 7: [http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20](http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20)Reference 8: [http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20](http://www.xbrli.org/2003/role/disclosureRef-Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 20 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479806/606-10-50-20)Reference 9: [http://www.xbrli.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph \(e\) -SubTopic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4](http://www.xbrli.org/2003/role/exampleRef -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (e) -SubTopic 235 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483426/235-10-50-4)Reference 10: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 9 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-9](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:textBlockItem Type Balance Type: na Period Type: duration XML 45 R34.htm IDEA: XBRL DOCUMENT v3.25.0.1 CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS (Tables) 9 Months Ended Dec. 31, 2024 Investments, Debt and Equity Securities [Abstract] Â Schedule of Marketable Securities The following is a summary of marketable securities held by NetScout at DecemberÂ 31, 2024, classified as short-term and long-term (in thousands):AmortizedCostUnrealizedLossesFairValueType of security:U.S. government and municipal obligations$987A $â€”A $987A Commercial paper13,130A â€”A $13,130A Certificates of deposit510A â€”A $510A Total short-term marketable securities14,627A â€”A $14,627A U.S. government and municipal obligations1,016A (1),015A Total long-term marketable securities1,016A (1),015A Total marketable securities15,643A (1)15,642A The following is a summary of marketable securities held by NetScout at MarchÂ 31, 2024, classified as short-term and long-term (in thousands):AmortizedCostUnrealizedLossesFairValueType of security:U.S. government and municipal obligations$10,523A (26)10,497A Commercial paper8,648A â€”A $8,648A Certificates of deposit2,807A â€”A $2,807A Total short-term marketable securities21,978A (26)21,952A U.S. government and municipal obligations1,004A (10)994A Total long-term marketable securities1,004A (10)994A Total marketable securities22,982A (36)22,946A Schedule of Contractual Maturities of Marketable Securities Contractual maturities of the Company's marketable securities held at DecemberÂ 31, 2024 and MarchÂ 31, 2024 are as follows (in thousands):December 31,2024March 31,2024Available-for-sale securities:Due in 1 year or less$14,627A $21,952A Due after 1 year through 5 years1,015A 994A $15,642A $22,946A X - DefinitionTabular disclosure of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: <a href=)Reference 2: [http://www.xbrli.org/2009/role/commonPracticeRef -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](http://www.xbrli.org/2009/role/commonPracticeRef -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)Reference 3: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 5: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 6: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(aa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 7: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(aaa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 8: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 9: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 10: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 11: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 12: [http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrli.org/2009/role/commonPracticeRef -Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3) + Details Name: us-gaap_DebtSecuritiesAvailableForSaleTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of maturities of an entity's investments as well as any other information pertinent to the investments. + ReferencesNo definition available. + Details Name: us-gaap_InvestmentsClassifiedByContractualMaturityDateTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_InvestmentsDebtAndEquitySecuritiesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration XML 46 R35.htm IDEA: XBRL DOCUMENT v3.25.0.1 FAIR VALUE MEASUREMENTS (Tables) 9 Months Ended Dec. 31, 2024 Fair Value Disclosures [Abstract] Â Schedule of Financial Assets and Liabilities The following tables present the Company's financial assets and liabilities measured on a recurring basis using the fair value hierarchy at DecemberÂ 31, 2024 and MarchÂ 31, 2024 (in thousands):Fair Value Measurements at December 31, 2024Â Level 1Level 2Level 3TotalASSETS:Cash and cash equivalents\$373,633A \$24,728A \$â€”A \$398,361A U.S. government and municipal obligations2,002A â€”A â€”A \$2,002A Commercial paperâ€”A \$13,130A â€”A \$13,130A Certificates of depositâ€”A \$510A â€”A \$510A Equity investment in Napatech13,909A â€”A â€”A \$13,909A \$389,544A \$38,368A \$â€”A \$427,912A LIABILITIES:Derivative financial instruments\$â€”A \$(324)\$â€”A \$(324)\$â€”A \$(324)\$â€”A \$(324)Fair Value Measurements at March 31, 2024Â Level 1Level 2Level 3TotalASSETS:Cash and cash equivalents\$381,829A \$7,845A \$â€”A \$389,674A U.S. government and municipal obligations8,985A 2,506A â€”A \$11,491A Commercial paperâ€”A \$8,648A â€”A \$8,648A Certificates of depositâ€”A \$2,807A â€”A \$2,807A Equity investment in Napatech11,507A â€”A â€”A \$11,507A Derivative financial instruments\$â€”A \$11A â€”A \$11A \$402,321A \$21,817A \$â€”A \$424,138A LIABILITIES:Derivative financial instruments\$â€”A \$(74)\$â€”A \$(74)\$â€”A \$(74) X - ReferencesNo definition available. + Details Name: us-gaap_FairValueDisclosuresAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type 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.xbrli.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/1943274/2147482106/820-10-50-2](http://www.xbrli.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/1943274/2147482106/820-10-50-2)Reference 2: [http://www.xbrli.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](http://www.xbrli.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_ScheduleOffFairValueAssetsAndLiabilitiesMeasuredOnRecurringBasisTableTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItem Type Balance Type: na Period Type: duration XML 47 R36.htm IDEA: XBRL DOCUMENT v3.25.0.1 INVENTORIES AND DEFERRED COSTS (Tables) 9 Months Ended Dec. 31, 2024 Inventory Disclosure [Abstract] Â Schedule of Inventories Inventories consist of the following (in thousands):December 31,2024March 31,2024Raw materials\$6,540A \$8,175A Work in process\$786A \$45A Finished goods\$3,830A 4,160A Deferred costs\$3,258A 1,215A \$14,414A \$14,095A X - ReferencesNo definition available. + Details Name: us-gaap_InventoryDisclosureAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItem Type Balance Type: na Period Type: duration X - DefinitionTabular disclosure of the carrying amount as of the balance sheet date of merchandise, goods, commodities, or supplies held for future sale or to be used in manufacturing, servicing or production process. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(6\) \(a\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-50-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6) (a)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-50-1)Reference 2: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(6\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-50-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(b)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-50-1)Reference 3: [http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.5-02\(6\)\(c\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-50-1](http://fasb.org/us-gaap/role/ref/legacyRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(6)(c)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-50-1)Reference 4:

[gaap](#) [GoodwillAndIntangibleAssetsDisclosureAbstractNamespacePrefix:](#) us-gaap [Data Type:](#) xbrli:stringItemType [Balance Type:](#) na:Period Type: duration X - DefinitionTabular disclosure of the characteristics, including initial carrying value, residual amount, weighted average useful life, of finite-lived intangible assets acquired during the period by major class. A major class is composed of intangible assets that can be grouped together because they are similar, either by nature or by their use in the operations of the company. + ReferencesReference 1: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(d\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482665/350-30-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (d)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482665/350-30-50-1)Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482665/350-30-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482665/350-30-50-1) + Details Name: us-gaap [ScheduleOfAcquiredFiniteLivedIntangibleAssetsByMajorClassTextBlock Namespace Prefix:](#) us-gaap [Data Type:](#) dtr-types:textBlockItem [Balance Type:](#) na:Period Type: duration X - DefinitionTabular disclosure of goodwill by reportable segment and in total which includes a rollforward schedule. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 55-Paragraph 24-Publisher FASB-URI https://asc.fasb.org/1943274/2147482548/350-20-55-24>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(a\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (a)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(c\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (c)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(d\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (d)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 6: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(e\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (e)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 7: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(f\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (f)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(g\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (g)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 9: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(h\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (h)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 10: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph \(i\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1-Subparagraph (i)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1)Reference 11: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 1A-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-1A>Reference 12: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(b\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 20-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (b)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482573/350-20-50-2) + Details Name: us-gaap [ScheduleOfGoodwillTextBlock Namespace Prefix:](#) us-gaap [Data Type:](#) dtr-types:textBlockItem [Balance Type:](#) na:Period Type: duration X - DefinitionTabular disclosure of the amount of amortization expense expected to be recorded in succeeding fiscal years for finite-lived intangible assets. + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 350-SubTopic 30-Name Accounting Standards Codification-Section 55-Paragraph 40-Publisher FASB-URI https://asc.fasb.org/1943274/2147482640/350-30-55-40>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph \(a\)\(3\)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482665/350-30-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 350-SubTopic 30-Name Accounting Standards Codification-Section 50-Paragraph 2-Subparagraph (a)(3)-Publisher FASB-URI https://asc.fasb.org/1943274/2147482665/350-30-50-2) + Details Name: us-gaap [ScheduleOfFiniteLivedIntangibleAssetsFutureAmortizationExpenseTableTextBlock Namespace Prefix:](#) us-gaap [Data Type:](#) dtr-types:textBlockItem [Balance Type:](#) na:Period Type: duration XML 49 R38.htm IDEA: XBRL DOCUMENT v3.25.0.1 DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES (Tables) 9 Months Ended Dec. 31, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] Å Schedule of Notional Amounts and Fair Values of Derivative Instruments on Consolidated Balance Sheet The notional amounts and fair values of derivative instruments in the consolidated balance sheets at DecemberÅ 31, 2024 and MarchÅ 31, 2024 were as follows (in thousands):Å Notional Amounts (a)Prepaid Expenses and Other Current AssetsAccrued OtherÅ December 31,2024March 31,2024December 31,2024March 31,2024December 31,2024March 31,2024Derivatives Designated as Hedging Instruments:Å Å Å Å Forward contracts\$10,333Å \$11,676Å \$æ"Å \$11Å \$324Å \$74Å Derivatives Not Designated as Hedging Instruments:Å Å Å Å Forward contracts\$æ"Å Å Å Å æ"Å æ"Å æ"Å \$æ"Å \$11Å \$324Å \$74Å (a) Notional amounts represent the gross contract/notional amount of the derivatives outstanding. Schedule of Effect of Foreign Exchange Forward Contracts on OCI and Results of Operations The following table provides the effect that foreign exchange forward contracts designated as hedging instruments had on other comprehensive income (OCI) and results of operations for the three months ended December 31, 2024 and 2023 (in thousands):Gain (Loss) Recognized in OCI on Derivative (a)Gain Reclassified from Accumulated OCI into Income (b)December 31,2024December 31,2023LocationDecember 31,2024December 31,2023Forward contracts\$(576)\$250Å ResearchÅ development\$7Å \$1Å Sales and marketing107Å 38Å \$(576)\$250Å \$11Å \$39Å (a)The amount represents the change in fair value of

States\$153,875Â \$123,732Â \$365,059Â \$367,112Â Europe46,619Â 45,363Â 110,107Â 111,531Â Asia18,237Â 17,257Â 47,163Â 47,982Â Rest of the world33,288Â 31,720Â 95,363Â 99,387Â \$252,019Â \$218,072Â \$617,692Â \$626,012Â X - DefinitionTabular disclosure of the names of foreign countries from which revenue is material and the amount of revenue from external customers attributed to those countries. An entity may also provide subtotals of geographic information about groups of countries. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(1)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 41 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482810/280-10-50-41> + Details Name: us-gaap_ScheduleOfRevenueFromExternalCustomersAttributedToForeignCountriesByGeographicAreaTextBlock Namespace Prefix: us-gaap_ Data Type: dtr-types:textBlockItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap_SegmentReportingAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 55 R44.htm IDEA: XBRL DOCUMENT v3.25.0.1 BASIS OF PRESENTATION (Details) \$ in Millions Dec. 31, 2024 USD (\$) Senior Secured Revolving Credit Facility | Line of Credit Â Line of Credit Facility [Line Items] Â Current borrowing capacity \$ 525 X - DefinitionAmount of current borrowing capacity under the credit facility considering any current restrictions on the amount that could be borrowed (for example, borrowings may be limited by the amount of current assets), but without considering any amounts currently outstanding under the facility. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(2)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 2: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(19)(b)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1> + Details Name: us-gaap_LineOfCreditFacilityCurrentBorrowingCapacity Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481544/470-10-50-6>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 470 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481544/470-10-50-6>Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1> + Details Name: us-gaap_LineOfCreditFacilityLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 56 R45.htm IDEA: XBRL DOCUMENT v3.25.0.1 REVENUE - Narrative (Details) - USD (\$) \$ in Millions 3 Months Ended 9 Months Ended Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Mar. 31, 2024 Disaggregation of Revenue [Line Items] Â Â Â Â Revenue recognized Â Â \$253.3 Â Â Deferred revenue and customer deposits \$ 411.9 Â 411.9 Â Â Unrecognized accounts receivable and deferred revenue 12.0 Â 12.0 Â \$ 5.9 Capitalized contract cost 9.6 Â 9.6 Â 9.3 Amortization of capitalized costs to obtain contracts 1.8 \$ 5.2 1.7 \$ 5.1 Â Prepaid Expenses and Other Current Assets Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Capitalized contract cost \$ 4.4 Â \$ 4.4 Â \$ 4.5 Minimum Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Payment terms Â Â 30 days Â Â Maximum Â Â Â Â Â Disaggregation of Revenue [Line Items] Â Â Â Â Â Payment terms Â Â 90 days Â Â X - DefinitionRevenue, Performance Obligation, Payment Terms + ReferencesNo definition available. + Details Name: ntct_RevenuePerformanceObligationPaymentTerms Namespace Prefix: ntct_ Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionUnrecognized Accounts Receivable And Deferred Revenue + ReferencesNo definition available. + Details Name: ntct_UnrecognizedAccountsReceivableAndDeferredRevenue Namespace Prefix: ntct_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of amortization expense for asset recognized from cost incurred to obtain or fulfill contract with customer. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479483/340-40-50-3> + Details Name: us-gaap_CapitalizedContractCostAmortization Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount, after accumulated amortization and accumulated impairment loss, of asset recognized from cost incurred to obtain or fulfill contract with customer. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 340 -SubTopic 40 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479483/340-40-50-3> + Details Name: us-gaap_CapitalizedContractCostNet Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of obligation to transfer good or service to customer for which consideration has been received or is receivable. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479837/606-10-45-1>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-8>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-8>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479837/606-10-45-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 8 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-8> + Details Name: us-gaap_ContractWithCustomerLiabilityRevenueRecognized Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - 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 606 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-5>Reference 2: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91>Reference 3: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91>Reference 4: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91>Reference 5: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91>Reference 6: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91>Reference 7: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91>Reference 8: <http://www.xbrl.org/2003/role/exampleRef> -Topic 606 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 91 -Subparagraph (g) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479777/606-10-55-91> + Details Name: us-gaap_DisaggregationOfRevenueLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_PrepaidExpensesAndOtherCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MinimumMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_RangeAxis=srt_MaximumMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 57 R46.htm IDEA: XBRL DOCUMENT v3.25.0.1 REVENUE - Performance Obligations (Details) \$ in Millions Dec. 31, 2024 USD (\$) Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2025-01-01 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Revenue, remaining performance obligation, amount \$ 284.8 Revenue, remaining performance obligation, percentage 69.00% Revenue, remaining performance obligation, expected timing of satisfaction, period 12 months Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction, Start Date [Axis]: 2026-01-01 Â Revenue, Remaining Performance Obligation, Expected Timing of Satisfaction [Line Items] Â Revenue, remaining performance obligation, amount \$ 127.1 Revenue, remaining performance obligation, percentage 31.00% Revenue, remaining performance obligation, expected timing of satisfaction, period X - DefinitionAmount of transaction price allocated to performance obligation that has not been recognized as revenue. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -SubTopic 10 -Topic 606 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-13> + Details Name: us-gaap_RevenueRemainingPerformanceObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionPeriod in which remaining performance obligation is expected to be recognized as revenue, in 'PnYnMnDnTnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-13> + Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionPeriod1 Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionPercentage of remaining performance obligation to total remaining performance obligation not recognized as revenue. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef> -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b)(1) -SubTopic 10 -Topic 606 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479806/606-10-50-13> + Details Name: us-gaap_RevenueRemainingPerformanceObligationPercentage Namespace Prefix: us-gaap_ Data Type: dtr-types:percentItemType Balance Type: na Period Type: instant X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2025-01-01 Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RevenueRemainingPerformanceObligationExpectedTimingOfSatisfactionStartDateAxis=2026-01-01 Namespace Prefix: Data Type: na Balance Type: Period Type: XML 58 R47.htm IDEA: XBRL DOCUMENT v3.25.0.1 REVENUE - Schedule of Allowance for Credit Losses (Details) \$ in Thousands 9 Months Ended Dec. 31, 2024 USD (\$) Accounts Receivable, Allowance for Credit Loss [Roll Forward] Â Allowance for credit losses, beginning balance \$ 479 Additions resulting in charges to operations 49 Recoveries of previously reserved balances (430) Deductions due to write-offs (13) Allowance for credit losses, ending balance \$ 85 X - DefinitionAmount of allowance for credit loss on accounts receivable. + 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)(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478777/944-210-S99-1>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(4)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480566/210-10-S99-1>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479344/326-20-45-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 310 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481962/310-10-50-4>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479319/326-20-50-13>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479319/326-20-50-13> + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivable Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of increase in allowance for credit loss on accounts receivable, from recovery. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (e) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479319/326-20-50-13> + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableRecoveries Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableRollforward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of direct write-downs of accounts receivable charged against the allowance. + ReferencesReference 1: <https://asc.fasb.org/1943274/2147479319/326-20-50-13> + Details Name: us-gaap_AllowanceForDoubtfulAccountsReceivableWriteOffs Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of expense (reversal of expense) for expected credit loss on accounts receivable. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 326 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 13 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479319/326-20-50-13>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 220 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SX 210.5-03(5)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483621/220-10-S99-2> + Details Name: us-gaap_ProvisionForDoubtfulAccounts Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration XML 59 R48.htm IDEA: XBRL DOCUMENT v3.25.0.1 SHARE-BASED COMPENSATION - Narrative (Details) - \$ / shares 9 Months Ended Sep. 12, 2024 Sep. 14, 2023 Aug. 24, 2022 Sep. 10, 2020 Dec. 31, 2024 Performance Based Restricted Stock Units Â Â Â Â Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Line Items] Â Â Â Â Â Award performance measurement period Â Â Â Â 3 years ESPP Â Â Â Â Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Line Items] Â Â Â Â Â Percentage of common stock price for employees Â Â Â Â 85.00% Purchased shares under ESPP (in shares) Â Â Â Â 213,098 Share price (in dollars per share) Â Â Â Â \$ 21.48 2019 Amended Plan Â Â Â Â Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Line Items] Â Â Â Â Â Number of new shares (in shares) 3,400,000 5,900,000 7,000,000 4,700,000 Â Number of shares reserved for issuance (in shares) 7,947,545 Â Â Â Â Shares issued (in shares) 3,400,000 Â Â Â Â Number of shares available for grant (in shares) 4,547,545 Â Â Â Â 8,148,350 2019 Amended Plan | Minimum Â Â Â Â Employee Service Share-based Compensation, Allocation of Recognized Period Costs [Line Items] Â Â Â Â Share-based awards generally vesting years Â Â Â Â 1 year Â X - DefinitionShare Based Compensation Arrangement By Share Based Payment Award Performance Measurement Period + ReferencesNo definition available. + Details Name: ntct_ShareBasedCompensationArrangementByShareBasedPaymentAwardPerformanceMeasurementPeriod Namespace Prefix: ntct_ 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. + ReferencesNo definition available. + Details Name: us-gaap_EmployeeServiceShareBasedCompensationAllocationOfRecognizedPeriodCostsLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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 'PnYnMnDnTnHnMnS' 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:

<https://asc.fasb.org/1943274/2147477268/942-320-50-3A> + Details Name: us-gaap AvailableForSaleSecuritiesDebtMaturitiesWithinOneYearFairValue Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of investment in debt security measured at fair value with change in fair value recognized in other comprehensive income (available-for-sale). + ReferencesReference 1: <http://www.xbrl.org/2003/role/exampleRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 103 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-103>Reference 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/1943274/2147482078/820-10-55-100>Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(2\)\(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](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)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(aa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481830/320-10-45-1)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(6\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1)Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1> + Details Name: us-gaap AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 63 R52.htm IDEA: XBRL DOCUMENT v3.25.0.1 CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS - Narrative (Details) - USD (\$) \$ in Thousands, shares in Millions 1 Months Ended Apr. 30, 2023 Feb. 28, 2023 Dec. 31, 2024 Dec. 31, 2023 Mar. 31, 2024 Debt Securities, Available-for-sale [Line Items] Á Á Á Á Change in fair value of derivative investment Á Á \$ 0 \$ 206 Á Foreign Exchange Forward | Napatech Á Á Á Á Debt Securities, Available-for-sale [Line Items] Á Á Á Á Number of shares acquired (in shares) 6.2 6.2 Á Á Payment for common stock Á \$ 7,500 Á Á Change in fair value of derivative investment \$ 200 Á Á Á Á Fair value Á Á 13,900 Á \$ 11,500 Gain on fair value of equity investment Á Á 2,900 1,800 Á Unrealized loss related to foreign currency translation Á Á \$ 500 Á Á Unrealized gain related to foreign currency translation Á Á \$ 0 Á X - DefinitionDerivative Instrument, Number Of Shares Acquired + ReferencesNo definition available. + Details Name: ntct DerivativeInstrumentNumberOfSharesAcquired Namespace Prefix: ntct_ Data Type: xbrli:sharesItemType Balance Type: na Period Type: duration X - DefinitionPayment For Common Stock, Derivative Instrument + ReferencesNo definition available. + Details Name: ntct PaymentForCommonStockDerivativeInstrument Namespace Prefix: ntct_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of unrealized and realized gain (loss) on investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.7-04\(3\)\(d\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 944 -SubTopic 220 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.7-04(3)(d)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477250/944-220-S99-1)Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 321 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479536/321-10-50-4> + Details Name: us-gaap_EquitySecuritiesFvNiGainLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of unrealized gain on investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 321 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479536/321-10-50-4> + Details Name: us-gaap_EquitySecuritiesFvNiUnrealizedGain Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of unrealized loss on investment in equity security measured at fair value with change in fair value recognized in net income (FV-NI). + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 321 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479536/321-10-50-4> + Details Name: us-gaap_EquitySecuritiesFvNiUnrealizedLoss Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAggregate net gain (loss) on all derivative instruments recognized in earnings during the period, before tax effects. + ReferencesReference 1: [http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4A -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A](http://fasb.org/us-gaap/role/ref/legacyRef-Name Accounting Standards Codification -Topic 815 -SubTopic 10 -Section 50 -Paragraph 4A -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4A) + Details Name: us-gaap_GainLossOnDerivativeInstrumentsNetPretax Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionFair value portion of investment securities, including, but not limited to, marketable securities, derivative financial instruments, and investments accounted for under the equity method. + ReferencesReference 1: <http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2E -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2>Reference 2: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](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_InvestmentsFairValueDisclosure Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2>Reference 2: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(aaa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aaa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 3: [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](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)Reference 4: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(aa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 5: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](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)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](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)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 8: <http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3>Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(b\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 11: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3)Reference 12: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(d\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-3) + Details Name: us-gaap_ScheduleOfAvailableForSaleSecuritiesLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_DerivativeInstrumentRiskAxis=us-gaap_ForeignExchangeForwardMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_CounterpartyNameAxis=ntct_NapatechMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 64 R53.htm IDEA: XBRL DOCUMENT v3.25.0.1 FAIR VALUE MEASUREMENTS - Schedule of Financial Assets and Liabilities (Details) - USD (\$) \$ in Thousands Dec. 31, 2024 Mar. 31, 2024 ASSETS: Á Á Cash and cash equivalents \$ 398,361 \$ 389,674 Available-for-sale securities 15,642 22,946 Equity investment in Napatech 13,909 11,507 Derivative financial instruments Á 11 Total assets 427,912 424,138 LIABILITIES: Á Á Derivative financial instruments (324) (74) Total liabilities (324) (74) U.S. government and municipal obligations Á Á ASSETS: Á Á Available-for-sale securities 2,002 11,491 Commercial paper Á Á ASSETS: Á Á Available-for-sale securities 13,130 8,648 Certificates of deposit Á Á ASSETS: Á Á Available-for-sale securities 510 2,807 Level 1 Á Á ASSETS: Á Á Cash and cash equivalents 373,633 381,829 Equity investment in Napatech 13,909 11,507 Derivative financial instruments Á 0 Total assets 389,544 402,321 LIABILITIES: Á Á Derivative financial instruments 0 0 Total liabilities 0 0 Level 1 | U.S. government and municipal obligations Á Á ASSETS: Á Á Available-for-sale securities 2,002 8,985 Level 1 | Commercial paper Á Á ASSETS: Á Á Available-for-sale securities 0 0 Level 1 | Certificates of deposit Á Á ASSETS: Á Á Available-for-sale securities 0 0 Level 2 Á Á ASSETS: Á Á Cash and cash equivalents 24,728 7,845 Equity investment in Napatech 0 0 Derivative financial instruments Á 11 Total assets 38,368 21,817 LIABILITIES: Á Á Derivative financial instruments (324) (74) Total liabilities (324) (74) Level 2 | U.S. government and municipal obligations Á Á ASSETS: Á Á Available-for-sale securities 0 2,506 Level 2 | Commercial paper Á Á ASSETS: Á Á Available-for-sale securities 13,130 8,648 Level 2 | Certificates of deposit Á Á ASSETS: Á Á Available-for-sale securities 510 2,807 Level 3 Á Á ASSETS: Á Á Cash and cash equivalents 0 0 Equity investment in Napatech 0 0 Derivative financial instruments Á 0 Total assets 0 0 LIABILITIES: Á Á Derivative financial instruments 0 0 Total liabilities 0 0 Level 3 | U.S. government and municipal obligations Á Á ASSETS: Á Á Available-for-sale securities 0 0 Level 3 | Commercial paper Á Á ASSETS: Á Á Available-for-sale securities 0 0 Level 3 | Certificates of deposit Á Á ASSETS: Á Á Available-for-sale securities \$ 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/1943274/2147482078/820-10-55-100>Reference 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/1943274/2147482106/820-10-50-2](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/1943274/2147482106/820-10-50-2)Reference 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](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)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 6: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](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)Reference 7: [http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(aa\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2](http://www.xbrl.org/2003/role/disclosureRef-Topic 320 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (aa) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481800/320-10-50-2)Reference 8: [http://www.xbrl.org/2009/role/commonPracticeRef-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](http://www.xbrl.org/2009/role/commonPracticeRef-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)Reference 9: [http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.9-03\(6\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1](http://www.xbrl.org/2003/role/disclosureRef-Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(6)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1)Reference 10: <http://www.xbrl.org/2003/role/disclosureRef-Topic 326 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147479130/326-30-45-1> + Details Name: us-gaap_AvailableForSaleSecuritiesDebtSecurities Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - 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/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 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](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)Reference 3: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(2\)\(i\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2)(i) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 4: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 5: [http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \(bbb\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2](http://www.xbrl.org/2009/role/commonPracticeRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (bbb)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2)Reference 6: [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/1943274/2147482106/820-10-50-2](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/1943274/2147482106/820-10-50-2)Reference 7: [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](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)Reference 8: [http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(a\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3](http://www.xbrl.org/2003/role/disclosureRef-Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3)Reference 9: <http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 12 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-12>Reference 10: [http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(e\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6](http://www.xbrl.org/2003/role/disclosureRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph (e) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6)Reference 11: [http://www.xbrl.org/2003/role/exampleRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-2](http://www.xbrl.org/2003/role/exampleRef-Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 55 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6)

[https://asc.fasb.org/1943274/21474777439/946-210-55-1Reference](#) 12: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference](#) 13: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(a\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference](#) 14: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(a\)\(4\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference](#) 15: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(a\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference](#) 16: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\)\(1\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference](#) 17: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(b\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference](#) 18: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \(c\)\(2\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference](#) 19: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(f\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference](#) 20: [http://www.xbrl.org/2009/role/commonPracticeRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \(a\)\(3\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference](#) 21: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(3\)\(c\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference](#) 22: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5C -Subparagraph \(SX 210.12-13C\(Column H\)\(Footnote 7\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference](#) 23: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph \(SX 210.6-04\(3\)\(b\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147479170/946-210-S99-1Reference](#) 24: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5 -Subparagraph \(SX 210.12-13\(Column A\)\(Footnote 3\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference](#) 25: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5C -Subparagraph \(SX 210.12-13C\(Column H\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference](#) 26: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5A -Subparagraph \(SX 210.12-13A\(Column E\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference](#) 27: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5B -Subparagraph \(SX 210.12-13B\(Column E\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference](#) 28: [http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 320 -Name Accounting Standards Codification -Section S99 -Paragraph 5B -Subparagraph \(SX 210.12-13B\(Column E\)\(Footnote 4\)\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147477271/946-320-S99-5Reference](#) 29: [http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \(c\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3Reference](#) 30: [http://www.xbrl.org/2003/role/exampleRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-22Reference](#) 31: [http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483444/210-20-55-1Reference](#) 32: [http://www.xbrl.org/2003/role/disclosureRef -Topic 825 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482907/825-10-50-10 + Details Name: us-gaap_DerivativeAssets Namespace Prefix: us-gaap_Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset. Includes liabilities not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: \[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\(bbb\\)\\(2\\)\\(i\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference\]\(#\) 2: \[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\(bbb\\)\\(2\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference\]\(#\) 3: \[http://www.xbrl.org/2009/role/commonPracticeRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\(bbb\\)\\(1\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference\]\(#\) 4: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\(b\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference\]\(#\) 5: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph \\(a\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-2Reference\]\(#\) 6: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph \\(a\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482106/820-10-50-3Reference\]\(#\) 7: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \\(a\\)\\(1\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference\]\(#\) 8: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \\(a\\)\\(2\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference\]\(#\) 9: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \\(a\\)\\(2\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference\]\(#\) 10: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 6 -Subparagraph \\(a\\)\\(4\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-6Reference\]\(#\) 11: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \\(a\\)\\(1\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference\]\(#\) 12: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \\(b\\)\\(1\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference\]\(#\) 13: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \\(b\\)\\(2\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference\]\(#\) 14: \[http://www.xbrl.org/2003/role/disclosureRef -Topic 946 -SubTopic 210 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph \\(c\\)\\(2\\) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478795/946-210-50-1Reference\]\(#\) 15](#)

Section S99 - Paragraph 1 - Subparagraph (a) - Publisher FASB - URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1 + Details Name: us-gaap OtherInventoryCapitalizedCosts Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 66 R55.htm IDEA: XBRL DOCUMENT v3.25.0.1 DIVESTITURES (Details) - USD (\$) in Thousands 3 Months Ended 9 Months Ended Sep. 08, 2023 Dec. 31, 2023 Dec. 31, 2023 Dec. 31, 2023 Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] A A A A Proceeds from divestiture of a business A A A A \$ 0 \$ 7,766 Gain on divestiture of a business A A A A \$ 0 \$ 0,306 To Business [Dispos] [Dispos] of by Sale A A A A Income Statement, Balance Sheet and Additional Disclosures by Disposal Groups, Including Discontinued Operations [Line Items] A A A A Proceeds from divestiture of a business A A A A Gain on divestiture of a business A A A A \$ 3,800 X - DefinitionAmount of gain (loss) from sale and disposal of integrated set of activities and assets capable of being conducted and managed for purpose of providing return in form of dividend, lower cost, or other economic benefit to investor, owner, member and participant. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-28Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 810 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147481203/810-10-50-1B + Details Name: us-gaap GainLossOnSaleOfBusiness Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionThe cash inflow associated with the amount received from the sale of a portion of the company's business, for example a segment, division, branch or other business, during the period. + ReferencesReference 1: http://fasb.org/us-gaap/role/ref/legacyRef -Name Accounting Standards Codification -Topic 230 -SubTopic 10 -Section 45 -Paragraph 12 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482740/230-10-45-12 + Details Name: us-gaap ProceedsFromDivestitureOfBusinesses Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - Details Name: us-gaap IncomeStatementBalanceSheetAndAdditionalDisclosuresByDisposalGroupsIncludingDiscontinuedOperationsAxis=nct TestOptimizationBusinessMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap DisposalGroupClassificationAxis=us-gaap DisposalGroupDisposOfBySaleNotDiscontinuedOperationsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 67 R56.htm IDEA: XBRL DOCUMENT v3.25.0.1 GOODWILL AND INTANGIBLE ASSETS - Narrative (Details) \$ in Thousands 3 Months Ended 9 Months Ended 12 Months Ended Dec. 31, 2024 USD (\$) Jun. 30, 2024 USD (\$) Dec. 31, 2023 USD (\$) Dec. 31, 2024 USD (\$) reporting unit Dec. 31, 2023 USD (\$) Mar. 31, 2024 USD (\$) Goodwill and Intangible Assets Disclosure [Abstract] A A A A Number of reporting units | reporting unit A A A A 1 A A A Goodwill impairment \$ 0 \$ 427,000 \$ 167,106 \$ 426,967 \$ 167,106 \$ 217,300 Goodwill | 1,079,111 A A 1,079,111 A 1,502,820 Carrying value of intangible assets \$ 270,027 A A \$ 270,027 A \$ 308,659 X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480566/210-10-S99-1Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-1Reference 7: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 8: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-1Reference 9: http://www.xbrl.org/2003/role/disclosureRef -Topic 942 -SubTopic 210 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.9-03(10)(1)) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478546/942-210-S99-1 + Details Name: us-gaap Goodwill Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap GoodwillAndIntangibleAssetsDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount of impairment loss from asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://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 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482573/350-20-50-2Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482598/350-20-45-2 + Details Name: us-gaap GoodwillImpairmentLoss Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionSum of the carrying amounts of all intangible assets, excluding goodwill, as of the balance sheet date, net of accumulated amortization and impairment charges. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (b) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-45-1 + Details Name: us-gaap IntangibleAssetsNetExcludingGoodwill Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionNumber of reporting units tested for impairment of goodwill. A reporting unit is an operating segment or one level below an operating segment. + ReferencesNo definition available. + Details Name: us-gaap NumberOfReportingUnits Namespace Prefix: us-gaap Data Type: xbrli:integerItemType Balance Type: na Period Type: duration XML 68 R57.htm IDEA: XBRL DOCUMENT v3.25.0.1 GOODWILL AND INTANGIBLE ASSETS - Schedule of Changes in Carrying Amount of Goodwill (Details) - USD (\$) in Thousands 3 Months Ended 9 Months Ended 12 Months Ended Dec. 31, 2024 Jun. 30, 2024 Dec. 31, 2023 Dec. 31, 2024 Mar. 31, 2024 Goodwill (Roll Forward) A A A A Balance at March 31, 2024 A \$ 1,502,820 A \$ 1,502,820 A A Goodwill impairment \$ 0 \$ (427,000) \$ (167,106) (426,967) \$ (167,106) \$ (217,300) Foreign currency translation impact A A A 3,258 A A Balance at December 31, 2024 A 1,079,111 A A 1,079,111 A \$ 1,502,820 X - DefinitionAmount, after accumulated impairment loss, of asset representing future economic benefit arising from other asset acquired in business combination or from joint venture formation or both, that is not individually identified and separately recognized. + ReferencesReference 1: http://www.xbrl.org/2003/role/exampleRef -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 49 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482785/280-10-55-49Reference 2: http://www.xbrl.org/2003/role/exampleRef -Topic 350 -SubTopic 20 -Name Accounting Standards Codification -Section 55 -Paragraph 24 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482548/350-20-55-24Reference 3: http://www.xbrl.org/2003/role/exampleRef -Topic 820 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 100 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482078/820-10-55-100Reference 4: http://www.xbrl.org/2003/role/exampleRef -Topic 852 -SubTopic 10 -Name Accounting Standards Codification -Section 55 -Paragraph 10 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481372/852-10-55-10Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.5-02(15)) -Publisher FASB -

https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_DevelopedTechnologyRightsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_CustomerRelationshipsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=ntct_DistributorRelationshipsAndTechnologyLicensesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_TrademarksAndTradeNamesMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=ntct_CoreTechnologyMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_ComputerSoftwareIntangibleAssetMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap FiniteLivedIntangibleAssetsByMajorClassAxis=us-gaap_OtherIntangibleAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 70 R59.htm IDEA: XBRL DOCUMENT v3.25.0.1 GOODWILL AND INTANGIBLE ASSETS - Schedule of Amortization Expense (Details) - USD (\$) \$ in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Finite-Lived Intangible Assets [Line Items] Á Á Á Á Amortization of acquired intangible assets \$ 12,704 \$ 14,445 \$ 38,309 \$ 43,538 Cost of product revenue Á Á Á Á Finite-Lived Intangible Assets [Line Items] Á Á Á Á Amortization of acquired intangible assets 1,098 1,907 3,437 5,733 Operating expense Á Á Á Á Finite-Lived Intangible Assets [Line Items] Á Á Á Á Amortization of acquired intangible assets \$ 11,606 \$ 12,538 \$ 34,872 \$ 37,805 X - DefinitionThe aggregate expense charged against earnings to allocate the cost of intangible assets (nonphysical assets not used in production) in a systematic and rational manner to the periods expected to benefit from such assets. As a noncash expense, this element is added back to net income when calculating cash provided by or used in operations using the indirect method. + 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 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-2 + Details Name: us-gaap AmortizationOfIntangibleAssets 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(2) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (d)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482686/350-30-45-1Reference 5: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 6: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-3Reference 7: 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 8: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap FiniteLivedIntangibleAssetsLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap IncomeStatementLocationAxis=us-gaap_OperatingExpenseMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 71 R60.htm IDEA: XBRL DOCUMENT v3.25.0.1 GOODWILL AND INTANGIBLE ASSETS - Schedule of Expected Future Amortization Expense (Details) - USD (\$) \$ in Thousands Dec. 31, 2024 Mar. 31, 2024 Finite-Lived Intangible Assets, Net, Amortization Expense, Fiscal Year Maturity [Abstract] Á Á 2025 (remaining three months) \$ 16,264 Á 2026 46,561 Á 2027 43,689 Á 2028 40,737 Á 2029 31,349 Á Thereafter 95,067 Á Net \$ 270,027 \$ 308,659 X - DefinitionFinite-Lived Intangible Asset, Expected Amortization, after Year Four + ReferencesNo definition available. + Details Name: ntct FiniteLivedIntangibleAssetExpectedAmortizationAfterYearFour Namespace Prefix: ntct Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseNextTwelveMonths Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized in remainder of current fiscal year. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 985 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Publisher FASB -URI https://asc.fasb.org/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseRemainderOfFiscalYear Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseYearThree Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionAmount of amortization for assets, excluding financial assets and goodwill, lacking physical substance with finite life expected to be recognized 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/exampleRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 55 -Paragraph 40 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482640/350-30-55-40Reference 2: http://www.xbrl.org/2003/role/disclosureRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(3) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 3: 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/1943274/2147481283/985-20-50-2 + Details Name: us-gaap FiniteLivedIntangibleAssetsAmortizationExpenseYearTwo Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - ReferencesNo definition available. + Details Name: us-gaap FiniteLivedIntangibleAssetsFutureAmortizationExpenseAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - DefinitionAmount after amortization of assets, excluding financial assets and goodwill, lacking physical substance with a finite life. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 350 -SubTopic 30 -Name Accounting Standards Codification -Section 50 -Paragraph 2 -Subparagraph (a)(1) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482665/350-30-50-2Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 926 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 5 -Publisher FASB -URI https://asc.fasb.org/1943274/2147483154/926-20-50-5 + Details Name: us-gaap FiniteLivedIntangibleAssetsNet Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant XML 72 R61.htm IDEA: XBRL DOCUMENT v3.25.0.1 DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES - Narrative (Details) 9 Months Ended Dec. 31, 2024 Derivative Instruments and Hedging Activities Disclosure [Abstract] Á Managing period of hedging forecasted cash flows for operating expenses denominated in foreign currencies 12 months Contract maturity period 12 months X - DefinitionContract Maturing Over Next Months + ReferencesNo definition available. + Details Name: ntct ContractMaturingOverNextMonths Namespace Prefix: ntct Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - DefinitionHedging Forecasted Cash Flows For Operating Expenses Denominated In Foreign Currencies Managed In Months + ReferencesNo definition available. + Details Name: ntct HedgingForecastedCashFlowsForOperatingExpensesDenominatedInForeignCurrenciesManagedInMonths Namespace Prefix: ntct Data Type: xbrli:durationItemType Balance Type: na Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap DerivativeInstrumentsAndHedgingActivitiesDisclosureAbstract Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration XML 73 R62.htm IDEA: XBRL DOCUMENT v3.25.0.1 DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES - Schedule of Notional Amounts and Fair Values of Derivative Instruments on Consolidated Balance Sheet (Details) - Forward contracts - USD (\$) \$ in Thousands Dec. 31, 2024 Mar. 31, 2024 Derivatives, Fair Value [Line Items] Á Á Prepaid Expenses and Other Current Assets \$ 0 \$ 11 Accrued Other 324 74 Derivatives Designated as Hedging Instruments: Á Á Derivatives, Fair Value [Line Items] Á Á Notional Amounts 10,333 11,676 Prepaid Expenses and Other Current Assets 0 11 Accrued Other 324 74 Derivatives Not Designated as Hedging Instruments: Á Á Derivatives, Fair Value [Line Items] Á Á Notional Amounts 0 0 Prepaid Expenses and Other Current Assets 0 0 Accrued Other 0 \$ 0 X - DefinitionFair value, after the effects of master netting arrangements, of a financial asset or other contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap DerivativeAssetsCurrent Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionFair value, after the effects of master netting arrangements, of a financial liability or contract with one or more underlyings, notional amount or payment provision or both, and the contract can be net settled by means outside the contract or delivery of an asset, expected to be settled within one year or normal operating cycle, if longer. Includes assets not subject to a master netting arrangement and not elected to be offset. + ReferencesReference 1: http://www.xbrl.org/2003/role/disclosureRef -Topic 210 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147483466/210-20-50-3 + Details Name: us-gaap DerivativeLiabilitiesCurrent Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionNominal or face amount used to calculate payment on derivative. + ReferencesReference 1: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1B -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1BReference 2: http://www.xbrl.org/2009/role/commonPracticeRef -Topic 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1A -Subparagraph (d) -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-1A + Details Name: us-gaap DerivativeNotionalAmount Namespace Prefix: us-gaap Data Type: xbrli:monetaryItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesNo definition available. + Details Name: us-gaap DerivativesFairValueLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap DerivativeInstrumentRiskAxis=us-gaap_ForwardContractsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap HedgingDesignationAxis=us-gaap_DesignatedAsHedgingInstrumentMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap HedgingDesignationAxis=us-gaap_NondesignatedMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 74 R63.htm IDEA: XBRL DOCUMENT v3.25.0.1 DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES - Schedule of Effect of Foreign Exchange Forward Contracts on Other Comprehensive Income and Results of Operations (Details) - USD (\$) \$ in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2024 Dec. 31, 2023 Dec. 31, 2024 Dec. 31, 2023 Derivative Instruments, Gain (Loss) [Line Items] Á Á Á Á Loss recognized in Income \$ 0 \$ (5) \$ 0 \$ (5) Forward contracts Á Á Á Á Derivative Instruments, Gain (Loss) [Line Items] Á Á Á Á Loss recognized in Income 0 (5) Á Á Gain (Loss) Recognized in OCI on Derivative (576) 250 (418) 110 Gain (Loss) Reclassified from Accumulated OCI into Income 114 39 159 (76) Forward contracts | ResearchÁ and development Á Á Á Á Derivative Instruments, Gain (Loss) [Line Items] Á Á Á Á Gain (Loss) Recognized in OCI on Derivative (576) 250 (418) 110 Gain (Loss) Reclassified from Accumulated OCI into Income 7 1 11 0 Forward contracts | Sales and marketing Á Á Á Á Derivative Instruments, Gain (Loss) [Line Items] Á Á Á Á Gain (Loss) Reclassified from Accumulated OCI into Income \$ 107 \$ 38 \$ 148 \$ (76) 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 815 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 4E -Publisher FASB -URI https://asc.fasb.org/1943274/2147480434/815-10-50-4E + Details Name: us-gaap DerivativeInstrumentsGainLossLineItems Namespace Prefix: us-gaap Data Type: xbrli:stringItemType Balance

Type: na Period Type: duration X - DefinitionAmount of decrease in the fair value of derivatives recognized in the income statement. + ReferencesReference 1:

DefinitionAmount of cash outflow for payment of an obligation from a lender, including but not limited to, letter of credit, standby letter of credit and revolving credit arrangements. + ReferencesReference 1: <http://fasb.org/us-gaap/role/ref/legacyRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 15 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-15>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 235 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SX 210.4-08(f)) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480678/235-10-S99-1> + Details Name: us-gaap_RepaymentsOfLinesOfCredit Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionThe remaining balance of debt issuance expenses that were capitalized and are being amortized against income over the lives of the respective bond issues. This does not include the amounts capitalized as part of the cost of the utility plant or asset. + ReferencesNo definition available. + Details Name: us-gaap_UnamortizedDebtIssuanceExpense Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_ RevolvingCreditFacilityMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_LongtermDebtTypeAxis=us-gaap_LineOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_PrepaidExpensesAndOtherCurrentAssetsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_BalanceSheetLocationAxis=us-gaap_OtherNoncurrentAssetsMember 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: dei_LegalEntityAxis=ntct_ForeignSubsidiariesMember 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_VariableRateAxis=us-gaap_SecuredOvernightFinancingRateSofrMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=ntct_TermSOFRLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_VariableRateAxis=us-gaap_BaseRateMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_DebtInstrumentAxis=ntct_BaseRateLoansMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_SubsequentEventTypeAxis=us-gaap_SubsequentEventMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=us-gaap_LetterOfCreditMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_CreditFacilityAxis=ntct_ RevolvingCreditFacilityLeverageRatioTerms2Member Namespace Prefix: Data Type: na Balance Type: Period Type: XML 76 R65.htm IDEA: XBRL DOCUMENT v3.25.0.1 RESTRUCTURING CHARGES - Narrative (Details) - One-time Termination Benefits \$ in Millions 3 Months Ended 9 Months Ended Dec. 31, 2024 USD (\$) Dec. 31, 2024 USD (\$) employee Mar. 31, 2027 USD (\$) Mar. 31, 2026 USD (\$) Mar. 31, 2025 USD (\$) Q1 FY25 VSP Á Á Á Á Restructuring Cost and Reserve [Line Items] Á Á Á Á Restructuring charges \$ 0.6 \$ 19.6 Á Á Á Number of employees terminated | employee Á 142 Á Á Á Q3 FY25 Plan Á Á Á Restructuring Cost and Reserve [Line Items] Á Á Á Á Restructuring charges \$ 0.3 Á 0.3 Á Á Number of employees expected to be terminated | employee Á 10 Á Á Q3 FY25 Plan | Forecast Á Á Á Restructuring Cost and Reserve [Line Items] Á Á Á Á Restructuring and related cost, expected cost Á Á \$ 0.1 \$ 1.0 \$ 0.6 X - DefinitionRestructuring Charges Including Foreign Currency Exchange Gains (Losses) + ReferencesNo definition available. + Details Name: ntct_RestructuringChargesIncludingForeignCurrencyExchangeGainsLosses Namespace Prefix: ntct_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount expected to be recognized in earnings for the specified restructuring cost. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1> + Details Name: us-gaap_RestructuringAndRelatedCostExpectedCost1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: instant X - DefinitionThe expected number of positions to be eliminated as a result of restructuring activities. + ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedCostExpectedNumberOfPositionsEliminated Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionThe number of positions eliminated during the period as a result of restructuring activities. + ReferencesNo definition available. + Details Name: us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminated Namespace Prefix: us-gaap_ Data Type: xbrli:integerItemType Balance Type: na Period Type: duration X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1> + Details Name: us-gaap_RestructuringCostAndReserveLineItems Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_RestructuringCostAndReserveAxis=us-gaap_OneTimeTerminationBenefitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringPlanAxis=ntct_VoluntarySeparationProgramMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringPlanAxis=ntct_TransitionAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: srt_StatementsScenarioAxis=srt_ScenarioForecastMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 77 R66.htm IDEA: XBRL DOCUMENT v3.25.0.1 RESTRUCTURING CHARGES - Schedule of Restructuring Liability (Details) - USD (\$) \$ in Thousands 3 Months Ended 9 Months Ended Dec. 31, 2023 Dec. 31, 2023 Dec. 31, 2023 Restructuring Reserve [Roll Forward] Á Á Á Restructuring charges to operations Á 923 \$ 0 \$ 19,895 \$ 0 One-time Termination Benefits Á Á Á Restructuring Reserve [Roll Forward] Á Á Á Balance at March 31, 2024 Á Á Á Restructuring charges to operations Á 19,899 Á Payments Á Á (19,421) Á Other adjustments Á Á (9) Á Balance at December Á 31, 2024 469 Á 469 Á One-time Termination Benefits | Q1 FY25 VSP Á Á Á Restructuring Reserve [Roll Forward] Á Á Á Balance at March 31, 2024 Á Á Á Restructuring charges to operations Á 19,608 Á Payments Á Á (19,421) Á Other adjustments Á Á (9) Á Balance at December Á 31, 2024 178 Á 178 Á One-time Termination Benefits | Q3 FY25 Plan Á Á Á Restructuring Reserve [Roll Forward] Á Á Á Balance at March 31, 2024 Á Á Á Restructuring charges to operations Á 291 Á Payments Á Á 0 Á Other adjustments Á Á 0 Á Balance at December Á 31, 2024 291 Á 291 Á X - DefinitionAmount of cash payments made as the result of exit or disposal activities. Excludes payments associated with a discontinued operation or an asset retirement obligation. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 230 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 17 -Subparagraph (f) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482740/230-10-45-17> + Details Name: us-gaap_PaymentsForRestructuring Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: duration X - DefinitionAmount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation. + 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/1943274/2147482740/230-10-45-28>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 3: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 3 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482047/420-10-45-3>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 1 -Subparagraph (SAB Topic 5.P.3) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-1> + Details Name: us-gaap_RestructuringCharges Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionCarrying amount (including both current and noncurrent portions of the accrual) as of the balance sheet date pertaining to a specified type of cost associated with exit from or disposal of business activities or restructuring pursuant to a duly authorized plan. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1> + Details Name: us-gaap_RestructuringReserve Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionAmount of expense (reversal of expense) which increases (decreases) the restructuring reserve from an adjustment to a previously accrued restructuring liability. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section S99 -Paragraph 2 -Subparagraph (SAB Topic 5.P.4.b.2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479823/420-10-S99-2>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 420 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482017/420-10-50-1> + Details Name: us-gaap_RestructuringReserveAccrualAdjustment1 Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionA roll forward is a reconciliation of a concept from the beginning of a period to the end of a period. + ReferencesNo definition available. + Details Name: us-gaap_RestructuringReserveRollForward Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration X - Details Name: us-gaap_RestructuringCostAndReserveAxis=us-gaap_OneTimeTerminationBenefitsMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringPlanAxis=ntct_VoluntarySeparationProgramMember Namespace Prefix: Data Type: na Balance Type: Period Type: X - Details Name: us-gaap_RestructuringPlanAxis=ntct_TransitionAgreementsMember Namespace Prefix: Data Type: na Balance Type: Period Type: XML 78 R67.htm IDEA: XBRL DOCUMENT v3.25.0.1 LEASES - Narrative (Details) - USD (\$) \$ in Millions Dec. 31, 2024 Mar. 31, 2024 New Accounting Pronouncements or Change in Accounting Principle [Line Items] Á Á Asset retirement obligation \$ 2.1 \$ 2.3 Other Accrued Liabilities Current Á Á New Accounting Pronouncements or Change in Accounting Principle [Line Items] Á Á Asset retirement obligation Á 0.1 Other Noncurrent Liabilities Á Á New Accounting Pronouncements or Change in Accounting Principle [Line Items] Á Á Asset retirement obligation \$ 2.1 \$ 2.2 Minimum Á Á New Accounting Pronouncements or Change in Accounting Principle [Line Items] Á Á Remaining lease terms 1 year Á Maximum Á Á New Accounting Pronouncements or Change in Accounting Principle [Line Items] Á Á Remaining lease terms 7 years Á X - DefinitionThe carrying amount of a liability for an asset retirement obligation. An asset retirement obligation is a legal obligation associated with the disposal or retirement of a tangible long-lived asset that results from the acquisition, construction or development, or the normal operations of a long-lived asset, except for certain obligations of lessees. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 410 -SubTopic 20 -Name Accounting Standards Codification -Section 25 -Paragraph 4 -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481999/410-20-25-4>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 410 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147481850/410-20-50-1> + Details Name: us-gaap_AssetRetirementObligation Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: credit Period Type: instant X - DefinitionRemaining lease term of operating lease, in "PnYnMnDnTnHnMnS" 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 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 7A -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478964/842-20-50-7A>Reference 2: <http://www.xbrl.org/2009/role/commonPracticeRef> -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 3 -Subparagraph (a)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147478964/842-20-50-3> + Details Name: us-gaap_LesseeOperatingLeaseRemainingLeaseTerm Namespace Prefix: us-gaap_ Data Type: xbrli:durationItemType Balance Type: na Period Type: instant X - DefinitionLine items represent financial concepts included in a table. These concepts are used to disclose reportable information associated with domain members defined in one or many axes to the table. + ReferencesReference 1: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476173/280-10-65-1>Reference 2: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 280 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476173/280-10-65-1>Reference 3: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 250 -SubTopic 10 -Name Accounting Standards Codification -Section 50 -Paragraph 1 -Subparagraph (b)(4) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483443/250-10-50-1>Reference 4: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482615/740-10-65-9>Reference 5: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (c) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482615/740-10-65-9>Reference 6: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 740 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 9 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147482615/740-10-65-9>Reference 7: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 105 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479343/105-10-65-7>Reference 8: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 7 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147479343/105-10-65-7>Reference 9: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476176/805-60-65-1>Reference 10: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (d) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476176/805-60-65-1>Reference 11: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (a) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476176/805-60-65-1>Reference 12: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 805 -SubTopic 60 -Name Accounting Standards Codification -Section 65 -Paragraph 1 -Subparagraph (b) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147476176/805-60-65-1>Reference 13: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 848 -SubTopic 10 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (a)(2) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147483550/848-10-65-2>Reference 14: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 944 -SubTopic 40 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(1) -Publisher FASB -URI <https://asc.fasb.org/1943274/2147480016/944-40-65-2>Reference 15: <http://www.xbrl.org/2003/role/disclosureRef> -Topic 740 -SubTopic 323 -Name Accounting Standards Codification -Section 65 -Paragraph 2 -Subparagraph (g)(2) -Publisher FASB -URI

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under short-term operating leases 334 402 993 240 Variable lease cost cost under short-term and long-term operating leases 1,074 941 3,152 3,142 Total operating lease cost \$ 4,370 \$ 4,370 \$ 13,034 \$ 13,495 X - DefinitionAmount of lease cost recognized by lessee for lease contract. + 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/1943274/2147479589/842-20-55-53>Reference 2: [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/1943274/2147479589/842-20-55-53](http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap LeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - ReferencesNo definition available. + Details Name: us-gaap LeasesAbstract Namespace Prefix: us-gaap_ Data Type: xbrli:stringItemType Balance Type: na Period Type: duration 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: <a href=)Reference 2: [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/1943274/2147479589/842-20-55-53](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 short-term lease cost, excluding expense for lease with term of one month or less. + ReferencesReference 1: <a href=)Reference 2: [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/1943274/2147479589/842-20-55-53](http://www.xbrl.org/2003/role/disclosureRef -Topic 842 -SubTopic 20 -Name Accounting Standards Codification -Section 50 -Paragraph 4 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147478964/842-20-50-4 + Details Name: us-gaap ShortTermLeaseCost Namespace Prefix: us-gaap_ Data Type: xbrli:monetaryItemType Balance Type: debit Period Type: duration X - DefinitionAmount of variable lease cost, excluded from lease liability, recognized when obligation for payment is incurred for finance and operating leases. + ReferencesReference 1: <a href=)Reference 2: [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/1943274/2147479589/842-20-55-53](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 'PnYnMnDnHnMnS' format, for example, 'P1Y5M13D' represents reported fact of one year, five months, and thirteen days. + ReferencesReference 1: <a href=)Reference 2: [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/1943274/2147479589/842-20-55-53](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 X - DefinitionAmount of increase in right-of-use asset obtained in exchange for operating lease liability. + ReferencesReference 1: <a href=)Reference 2:

ASB - <https://www.fasb.org/1943274/2147482689/260-10-45-7> - Details Name: us-gaap EarningsPerShareDiluted Namespace Prefix: us-gaap Data Type: dtr-types:perShareItem Type Balance Type: na Period Type: duration X - Definition Additional shares included in the calculation of diluted EPS as a result of the potentially dilutive effect of share based payment arrangements using the treasury stock method. + ReferencesReference 1: [http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 28A -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-28A](http://www.xbrl.org/2003/role/disclosureRef -Topic 718 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 1 -Publisher FASB -URI https://asc.fasb.org/1943274/2147480454/718-10-45-1Reference 2: 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 3: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 22 -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-22Reference 4: http://www.xbrl.org/2003/role/disclosureRef -Topic 260 -SubTopic 10 -Name Accounting Standards Codification -Section 45 -Paragraph 23 -Subparagraph (c) -Publisher FASB -URI https://asc.fasb.org/1943274/2147482689/260-10-45-23Reference 5: <a href=) + Details Name: us-gaap IncrementalCommonSharesAttributableToShareBasedPaymentArrangements Namespace Prefix: us-gaap Data Type: xbrli:sharesItem Type Balance Type: na Period Type: duration X - Definition The portion of profit or loss for the period, net of income taxes, which is attributable to the parent. + ReferencesReference 1:

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%&#%IYV0I<1JEV0<1AE7Z2=SOI/G5Z7=7KY>=%IW>55%&#UJ130MMLG<@TX8WKP.MJ/UNZ/U1>."-IIR^XF M^*HGIN9V YHC3ZRYI&Y6T&B>#\$.&H IKI&,>N.D.-ZH HD: .5<~61 MRJLJG{B\$B33\$SA5@_VT9V4F4PYD+V4FV43*FU60TU7FWVWUJ2U1VH7>20^ 3A7Y 4I M2E=S0FGC92+D48-IV=>B7>9P<^5T&_PE/GGF/66U6H MJBZF9.ODWB5\$ MZ#<~%E1XGZXXNH8DIQ&7L E.0VXJ+B (AWBFDITK+?2^7^_EL^ZFEM %G5>E MC-NES.4.IXJM86G<=O3NIMF&EEKKGZ?2 9921U+2L10P9B3<3^5KQF1 MC@0^0H1^HX^F+ D_79= IYHKMW^ZQS\$OP.G0.E1=>2F8O5^02F80QO1O10/H7 M^C^B3L5%1X^4YIM=C THRP^U21?2 2F^""Q21^TAQ^\$_. HE0L^M^1QO=IE.3/B M^C=O1 102P.\$% @ 4H6C=99^Q@ P 2 D 1D 1&1^WJ.WK&U8L5%CMILVS&V5@8J7+X9D6T2%&#>VN.AVT6V4T3 MH.O^&+8TLA21HJG5^N^0W^12.BH UO@6+5. 9R0PR&F U1U136B@ M&M^M^M^N2.DRR518V L^E42^9.@1CKNKS6Q+^*H .E0VCTY2VRV0.EDOP@UK0^E.FMYK9T2R+1^5FSQIMWJHXEXTL16Q06VDT M&K^KY1LV>NDJEW^I46SC.LMSA.2KEB=B.MO>JU1B3KE4C^1S^1.OF4^0 M1JM.WS\K.M/PL>O1 /W7BOM1^X KZ>/.9IP#SX1^<^?EX(O)J9.CV0 MMV8VWPBAIC0H147Y<81STKK&N76\W 27UW^?GGRYMEYIC1CV2^GT6T2^ MT&@.REA76IC4I9.OF7LR>C.2^G/XDX046>2S^ (K163F11.O1J&84KLJNKA4W#2MT+1N7+158:@<1P6 M\$&ZAB&OQ&BHR3;#<^?ZD4&K1Q<=ZX3IG. %00EM^1%E7P SDP<861+P3>BLW.H IV.MX71(XZ29%GCHD9V+1(W+1(41 @<12KB9\$& (MH^#&XV.S09IW.T1Q8U MXL HJL.Q4272.N^# /41>18P1^16C2R^OXH1QFOD4Y1Q&KB.4^5^ M^CZ2^T2WR=^%3^_%%"IAZ1^1Z7CH<0 U.COQ^1^1#E@D^R^LI5@ M60E1@8S1^2CHRRH7^72%9&8JZ^Q.T<45^3HJ6 7VX3.8UGIAXIOLU.Y^V MX0ZW4M.NWC1C.G^C^\$TWHY2S>..XTK05FH1^BN&3M.27R91=>Z 62<=<=N MC..S1K^NH@>0>KXQO0UOI 4&L^1U0 (<%"1EHKN6.P.M^<=>=>PO=VIR.W.H965F7MGNV<CY5C21^%Q<= JIDKMAN152F1= YAXVSVL6:03S M^CZ24AG.O2\$# W.9.N.RVP2M5 BER6RI MD0.A=+1Z W%W1W? +SP1^1^7SWL)P&EN(XZRE8UYVE.P#S^<^VD+1 M.S8W81<=>0^"IG@6^#1<QVW1^%>2>.6 BL+ZS5 MMDNHT. %VEA.O1C^I7Z^H0W>1W.M.S\$USW^F4518U^ HS7_Y^1J1OY.A.NBY M.LZA.H1 HOYN.N^@2/1^5FJHNV4@A7Z.T.K2H8S3.90Y^QJ1^..C>2B) M.RN^+1A%5 2+1\$Z2^V7H^3^0UHTAGH84^991.JDD>#%N0XMHJWE=F.PX31X M@.126.SAR7^+OH>1M.8IF%AI&^). ^S(1+M^*ACI ^2VK@5J5(A.4G5CD.M1\$OBX%EODY^%L 9DJJBH^VC^#Q@<^H2(PH1-4@020+RT.U8W46DWX# M06YFGXZ\WJKT5\$.8N? D74K1.C1C8\$FV.VA#LJ345U77^BN9P.AJ.D M.O1&ONC ^\$2B T79B3P10/DWS&K7X4L7F193^1A1S18HD2^FV.IHM^1P136 MR& B1^M2P 093^N15Y41N1.EK2.1XQZ2H7^100SL^#1R9%.6PK^8^9 1>112 M=18PAP<#?T.P8>JX#0EY.X&E J131NU4V.G12K4VW.V&HJ21MIN^1.2.O.MZ^F= /N1.GG>BOH=DO@2U?F.4\$L#^110 (<%"1EFZ&YD@(<1P%>9.O=V>VJR.M.W.H965TM^26M&EAP1^%#IMTD^ M.GN8RI.NU.^X+1.M.6.WID62=IMW800.IG1^C23>NC7UP1.^K91.35CA.M2 7E1^YK4^7.R5JVEDJH@GCTZK35UKD^00IE.31 E&BN.H1.HZ^SL^F1+1 MH2^@BN4XO0IAM1.4&S9@SXX.L2^1<33<C&S1^1@76F<@.0.E.O1^10H6F1^0H9F0^PRHY2IB&0MIRL.M.S(=12H1U131.DCL1.^RT08<=<1^1.MGC#^<N>1.L&D0.C=S^SWL.X1^C ^BM.6G4W1P455^PS2=C.VJP(9K9BP^F M&M&D3NCP^ MO.5^0SD17^1J% .O= H6YOPPO.O1<1.31^1>=>=>CD. 1.PM1RKX94BW5\$;U5_2^1U3P.M^@/DRI7+1&5711.^45E1CLC1Y95SDG0DN7ERJSCD^VN1=4&S^<^N^>1^%P9H4Q01V%2C^Z 1V@57.^#2S^0H1 <LM0P.M.F.SOI2XDT.TV1^EE76TBD005JRU4^13KVC91U17U37VW.TUG347^#F.Z.MVB6W.Z\$=2^P1M^1I2C.KVB.PI8WTNC.=JCN^VBO.\$\$#1^T4MD8XH&O8 MTU102P.\$% @ 4H66E^ 1Q3N @<O<1D.IX^1W.WK&ULK55M3IL&XK5H.F31HXKU^Z.U.M.FT2^H8V4V>37N1^MO.YL1X^JIM0LIE6H1.TSG<Y1S^ZVH@BE#E^T^1D<2V425LH1.E5% MO.42KZ9.IZ\$==S05& R=Q359P^1N7@AMX9G104P23E^#183YH1Z.S3.M.P^4MCGI34R2NXY2S^&MWSBN.9.4\$F^#1IGS7^H^P.D3I&IXI325.XYZ MR [^M^1HFS<21 T5P15\$V? DHUR61^C5\$#1A4Y91@R7D3K1BSQM.10Y^&ND.MXE4UB^H&K=N.Y+&KPPL.P3P.X^1^>0=(AIA&A^#.\$4^Q0VWFWA.M4H1@N^0<1\$S.SL.G6^#TORLPI55^1U^1F^/*&U1 10H1VQ^%#1059R.MV0A1^CN.D423CZB8T09^EPLA^>R0@K&LXPX^1.VW\$<2^RLB.U5&^1V1<1K2.H24PA.T1JPGYKAL.G&2VO /W<11\$FZ1LO0M.MR^>901+19WVW1^<@QIN21^+Z 01^..RWRW1^1^%@GX6CDN3\$^1J.UWZA31^"C.MBXOIN^O^+AA4^7^Y^SV.MPS13^WOS1OP1WHFMB21+WTU1UZ26%\$F40E+GA1Z1DM87.R55FC^=&R^1VLWVG.MG1) @PDBSUT0S1U^G1^5&9.G.K^1^1<=L4D14.O.1^"7Y9(FI.FY.26%1^IG.MZ4RI^W1V9O.Z0.51^=W7IK.FEBB^50^K..3HY.UWX^YZ@0^H.M^KJB^H1O.M.249^RIBQ1^LE.W3>1E1\$- &*A41H^E.E00^XVHDBBC1<^<M^174PS.WWZ.9AVGO.M4L8RY2^). C2.S.6Z7HVR1G\$W11>^1JNQ1^4@<@LW801HV1^UC.F.31^05^S^%#1\$4&2VRU8D0.LM1K&2 ICG1^3G1+3FO<H7M^5Z1X<VZ7^13064E.Z.^H1^/HB@("0^D^Y1MFB.VL33V^M4\$>1^=>3CG6^Y2H2D1S1C1G@D^E.F91M%QO.^1NA^@<HR\$^GZ^Z7J81+=%EZY? =#^D1T0=14IK.P^1V1@<4W171^F4U.\$ M&S^1H< M>0XERDITS.M9N0 ^T80^#>E.N^>RUM&YS.MDN1S.CYC1^BN.O1\$R^2RI^# 8=(WOOD1Z^<X\$Y<O.YP1Z01) XY2@.1OCGB1+W.MIPO#^..M^8 G#&S^Z.H9I.CVIAG0M&O.8^T.951+D.M31M0F1+2^BK^21D.2D1RVQ^C^1E61J6&VQ1QNOV1U0\$S^ KK1^>UOPFR20 M8E.G<~"RDMKA1NV^>1X^3^2_Y&51N>6.AX3F=F7.L/5C8EV<@~ZBK.6 M8CX8FC.85DDPK1+66161^34581.0U1U0.UO1>6^11^#1KU^SL2^A^* M.E=09MP1^1<<16C4T1WGRS>OAI=^XZQ15:H6@O1^*O^ ZWTR@J(1A.MV1)8EEEP2<1WY. >16201^0.ZRRHT31B.89MUFLV21D2R0<44^6K1^8O.&5Q1M471+10.E.2XF16G.M.A.WKJN1^1.PS1U15U.0.9=7X5.BG391X.Z>YUUL M7&3P.L1<341UD9=APV^5543U64.ZXIA^U921VZ.MLFUNW.JGR.CX^PWZE.MA@MP^E.Y.IA65ZB0.010^1JTSX^1^VZ&R.FS^Z6^C#=#15^9P.0Z&JMP515 M>1U1O.Z&GVV=1^P 315L&156EFT^%#Y1P@K@<@J1A01&501^#810SOUL19.O>L.M1.18937A<1+1O.IBV^M\$==.MWPBA135A.P1C.P1^81M2.H1P1&JOH.P^H=48F.M&KV^1X1^1\$2SDE.F9A1F.A.MB1^#>3>QOOWC. 9539A8H^M&.<19H=R1N^#M0NB27519W&0^1H3P6@5RSE12S.AN1L51H2Q1B.&VM5J@E87YIC.MT<1F3&3.H1P1^Y\$S09W.H=C8^RV<3N1X9551Y1TPZVMS1HFE33P.NY^* M4.N 0=4>AM.59.O.^1N1.M4>9JRLJWD87FZQ.3W8A&PBK01^YNB&J312\$XZF.M2P.^W8D.YH1L.ARI64V8F1Q.33^OLR.Y=V1\$PR&E^>30^AMV<O.SV%HM.M=BOW^Y92^2^VVA54VW.EE%VMXZAH1H>G<16LR.3RL.KFZN83V4^1HU MS9?AVI(G199CAZD5^ONLTK6O&G3^X^C.M3TYW&C=1P1VY<71NRYZ7VC6W54A>LW&VFW+U5CKEX<1^1D1Q.U.NW1P>9 M1TZN1U%SYWH1+BT^1^91.U3KM&F%5U21.CD@<U.C^TPD2.UR15ZHUZ^1A36>1^9^O1(WEW^CMTM21^=E1U129.MYE<Z1N1Z1U? B^HM9= XC^1J9Q7L1.7S^M.X.K^XBFN^D35.VW<3.DV.<V.M^NOHQU^R63N.^JOY0X7L92Q19=GSZVY5196X53Z@U7EW11.M^24N.2X5E.2.MWMY/G1W^1^<^1^#>>MW1+B^#^*1? W.B3=MK>K0.D.(ET4221^1^GSP>1JFHE^QO.O1D^17543.0KTSHH6101M.TJ0R1O7A6&5F^MJ15^5E^1Q3 MJ1^1WHE.GR^N4Y6ZL5W192925P10>^3Y^O&S.M1HYGH12=2K92^FT1E1+Z 91><1Q>P1CTUHAHD21SZ621U>1^U1W^1^U5+73K.ME=4.466&XN&RVAX.MEO124R62K4^ZG228MU&P^SXH1Z.R^<=>5C1N1M1=> MR..11^70P1Z7AR15WZP.YN^N^41^<TQK2 &^U%K5S7&J3^&E1TVR0NFKZ.MF<1+UX6JD<6^M^R^1O1YU18599@<=F41U10..H6T.G1Q.UUV^A01^C^ M^>#CH^KO4^K.L@^1FHSWM17KK>MEZXOTK9W0.2T18M^H.UHF=25.5=5; /75<M1>.Z6L1MVQ1.9%.&SR>153NV.^*#EH8^D.3L1^5E7>+>W2&M%SN1P14C4Z^3M72(9 MJ1/ 855E151X^WC51?>VW\$1S1@.9L10M&U1ZRO1U^F^&N1F1.1>U4.MT1>EV@O9X# /E0C1W.0DO^3<1^X4A.A1GM<DO&LV>QHD8R1S2X3L41TUP.&MR.E^%K2^3811908ND1+R16V.LNMA1FEW11^Q^M71J8Y1Z9.FXD2^G.AH&GK915= MA@.4HU^P902K^G&M2K1+<W1J&1U.DA1B4=1MO^1Z1Z1L62>11^Y0&GU&D.MTT0^1K10L^R0ANOC&QWK813OK1O.A.FVP&B.^#2.B.^L1V0\$<1J7M\$>.U1=5.0.IE1A.D1G1GT01QS1A1@<Z57\$1^RT.OXER.MVC>YQ91LQ1QEIE92E^=> V.N2D&BU4AL.O04.FEZL31^2O1S&1V3W9^3^Z04.M9^N.D>3^40.O@B^@R0W..4I&1^A^R1781U&FRE^3K60D.^S1P^#5^" M1.2@9N1.06AW191H4\$80KF7HY\$Q@H1RRI(3KEN2ND^K1JF1+<^M^Z1X5^@<21^1N1@A1R6RTEX.S&BTUAE1V71%<201E0N1^P.WJ1>1H&S^1^M^WORWOU>=>&.37.C^#^_H281FR09(K&? 11^L1(29288)<=&YD<1DL1AR132X.TMXQF%<4.L1.B>1^AB10K21YD1BLZ^R^KOZZ4@LY1&P\$W31U>1^>1T1S1Z164N1H.4^F.TQ.M&^A^%5QBB. 6W1P1O1Q179&CZ^%G&C&Z2D.21Y21^NHTT2^W.31^<XZ72^MEP.H1371W?>9N.Z4HTL.U.U^9V1.AOPM1H1@1J81Z^1X7H1.4RV@*C.M&KZ1A467>R^1J^S>G^#3/7.U.HW1CZQVW M1^BOF&F124E^7.2FH9^O6^..S%F&O.RD6C^3PPHE1\$1^FG(MG1&E1W1741^M1OG%00Y^R%1G1E741>MBU7%QJH44^O^0>VWT.XO1SXXR^XO=>MR.M&DO>G^1^BXM^5%O=>U1 14/KM^1Q108^O1U0Y1T1L.V1XWZB3/71=3SR.MH81S11+<G1SW.4R2@&=A6.G.H1L1.BA6R8RV<05Y.30VE31^VZM^H^M^C^>O3^#^AT1U?2W9S>00=D^5T&Y. /R1HXX1O1>DEB2.HX188^D.^101K.M&3BCP\$15.^12T2TOB.^PD4.9E2FDY.^H5A1G1AMZ@<1^<Q2814E^M^# MDPK^3W.(AIN23ZF1J5K1+1PU=104Z^SG&B1X\$ MWSO1O2.^78UZ= /L32B244C.2^8@1^1AC.9P1MV1U^11M5D73G^#N&7.M641^S2S@OX.^R0XD.GUK^T1MOD7C.S^CBRR0V1^G^E531O4.N&6T%1.M_03H1<1.K1^C1^1B.^7^11Y<1^<9>D\$1^YQ1+? L1C1L.\$1>..NO.M19T=591^NU6.^8Y19XB71C@/T1N.E=S7.NK8<772%P1BOMVPI1+B=EK1.M95^141T1>1^Y717K108KW52FNKL1+50FAVEA^F1.8Y) D77HMS7D^3H.MBD261>16 4>1X1T0^W=KPI^A1UP&K1^#PB7P0S1A1O1XG23Q1BL1+2M5^DPL1MW1W&B1>9.0XQD1^%9\$301J2C7.S1J2E^R^KHC^1=V3=1RQ^@<1^K2A.MPN02E+CP21K1A1^3S1^98G1\$1% 1^%70565IBZ1LZ>E1^..21VZ.C.N.MPBGX@1^1KM80L1^129Y1^U1 P04^10@<9Y.V.B.^X^ M.#L101.O^1A1+W.O^%U0V.M1Z.MDH.F1+1PG.F1H147K81B.K.2^F5.U1DDWA=(5L1351)^L1+<U4B.MC1H^P8ET&Z1P>W.AV1V@HN15^#1J^N^Z9<52L.51(W^JCTA1^V7N1^1XY1L1<E1E21Z>W^9/@<1M0H&9=0B.7A1

!H5FS#.!M5&R9STOO"E EOR2S<^1V5W3/#>T@NKF^2DS.)U9#>#>G* MD2" (K&1ZY<=<KH&FD66.27,\$"/15!S>F.RD1;#&@%\$R_0)I238GU\$HI<HAY< M4RVSQCVGEB# K>86/ZFB0)/^H+=/D1H1JR5UQQ1+RS,X1^CAG@*IGU9^SAG(M5"UM(1;NM!MEDT;1\1V.4B%67^B1) @U^CTXBP W&UL^57?;<^V#^Y7"&_8KH"O_AG' MZ9(29OMJ1J&H.FVAV\$^BLW\$0FW))E-^1/<DA-?.K1J2D2B)/A1(L710:F M72\$:>+YJH6=>94Q1^002ZJ+!A1^E^V*.AD)U7^#="W5/M"M0E8ZHZ8.XC#,@H9Q MX1OKJV0\$3C^Q^3&UO.PW/YA.Z1BYUBV3^*U1+^FY>FFGFY!R7N6%>;>WGX M@L=X1A:OD+5V(QQZV73D0=1^IYNC^3%HN.AG1GR1AS.^/S^#(X.Q(YW1BQ MO&&&S:==*D'9;4*S@<@O561.Y+NRC;(RB4TYV9K1YLKA??5XN-JL;N/YVNU1= M;18/71=P:<'MJU17TP#0VZL(2DLB'.(S3# "2(>:.\$X270Q5POA9^7)8EK-D+I9B!A5).1-1) M_RRVBC*EW^?K^J^3M^&MC5T15M6X,RC(M&HGM^_)3E(6^?<1^9B^Z^/M- U2395X/^<).UE2\7.R1:V"G K8D MM^..Q=22^LH5<(QK&LFG.K1^<^DFK@3WQUAT1R M1?^HAY"+BBAH^*K(2R6V)ZG1N^" :T"\$S^9%EEM;JA+5Q6.LC5L CTVJ57E X MT =HKT@;WCB1^>.*GEC=D=D=L#-Q47SB5K1VYH7M@SL;K71Z11OU;Z=1EY200(= M)XRM_5_ADS.5G29=>7\$%#Y4B.N^U^"=D^7J'Z@N;+<5I.^S5PA:<^9(SZ=I2 MH:=OE2R1PM!3/.'H\$'Z&.^1 3F(09C9\$^1DD Q^!QON84+W"PB?Q).('8#[.] M9/XX3&C.)V- H1CH1ES0)2G7L6GEF?KA.*4QG>00):2;013Z^3B&#;^?RNE3 M;CZBL2DW(NV(OBP/(1K1^8BFB91E\$ _@#!2I6.WU6TK_*;<7;1@&)^V41C3F1 MCL@ITOI2G1:6P=#1Y 1!4\$L#!10 (<%" 1EJN64MH(P0 \$ \$+ M 9>=&PO=V1R:W- H965T2+BA\$U_\$B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(0XL4(MLVC8<DUJ4F^"HC0=&^Z/XAP20QCB1IY711@UI#/7/6^1Z.Z4RX(IG(CD3Q1H M>-CH- 2^")2L2_2C671^*QP88BD39)E_B33 T;L=;Y=;.IPAA3IBY^CAE160J9,DVB7#55+1%% MUBA- FK1K=ILIXUEC-+#O^N1H(J=1P?)^@B39G.2K6)17 MS=\$@9RL,4#_E#Y^D9NTEXBEBFHL)"Z'C:%W?=>Q^E;AF>-.19W!9+(

PKW)L2US^"VX<[D>E8P32+, 'IKWZ00LMSP'?H@E_K;HP+>NO=<3?
+'M%I8E^6CEPBPL-+(M@^KW@>@, !AH7D
MFJ. "O\8+I261Z^!#12@QVH[\$?"OBDRL, !SV.\$I4CH>O-L!5P!VUYQ@YSN MD-
6N:C\$F\$2PV<(IZ"&E6 --4Y!#3!) MR%:E!(EGH&-1*JMSJAG)(B_X>LGC*:5(DI?
F%DRN(25-M>\$69F69;SVF1\9#G+ &Q2/B*F?FAX SZO2MZ?
OS0\SW_YD>KI_7=KK^U0ZD M%-^?B^>X7A<^>>?
VU*E@=Q4I@GK0ZK#N&7@=HJMT<\$85*(/_Q5;B-%A/_^E MBNQE(YQQ7=ZIJGI?
1.OOB>T\JE<&8<|?_M-, *X,->JB>PH?OOI7/G9Z!A5?-
HWO3K9:MEI, 73@Q!#OU\$.R\>PA.Z!'M3.J"(KEC>@O_*^/Q)-CA\B\FKY!U705B!
YRS: J5/4/S0<:, >7@)8HT3# M_O) ^J9_ (L;)SG\RGAB@"IHR;M0!\$T\$9%4@D"/-L@D"
GTCV\I7@Z=LRVA MC!Y:, C, "2U4=2U&L8NA8455#P!"AG@8G6\W<6VOHUJSLJ:
)D"FRPVG?EOO-MA^-R+=JIE\LE);OB1.4\$EV3J7EY1(V6YL)6""KE=DA9"TIECS'MN"B-
GU? M"J&W@@&HM^;1OU!+ P04 " !0@9:?\P# #/'0 &0 'AL+W=O MV2K71N&-
!A5=P0ST4_4@<:>:U*!DK M@2LF.)&P'#KCX/(J-OOMAF<&&W4@\$O)0HA09C+-
AHYO"\$\$.J38(%(&AO\$. _M;%C+ NJX%H4OI-, YT, G<4@&2UH7^E%L?H-M!/V#
MEXI"V2_9-'OCCD/26FE1;HV10X*WSU-R/UD/'MZG-Q/OLYG
MY&Q.%P6H\X>809ZZ5;Q*L&, 7P'L4_N!=>Y(A.>0?,:WD-V+<5P1_\$J/-EX M
^D%B0*7A'X8G\ "+VI CBQ>]%)S)EDCS3H@9RPU1:"%5+4.2\4)IB5WRYULQ M-
Y#QVY#FY%RJB8P=/(H*)!K<\$?:P5=_\L)PG%+. #Z%/IKA20YD*0H\G8ROB+9E)S8*KHG&
M5I2_ *K(LG5. \Z+O7-2 C7)S(@Y;WAFTUI* @XKGABE2*^O!^#E6-L2Y-PD
ME6G^0J@F6&HH%R#;- [QTC#DWL*]@S44 M)-B.X7:, R%QHD\9;#*?79)KJG+K.C4"?
!9DK6@OY"H%IG=\$(IC-U>F*#P
M^5,2\N\$7L\A/W* @;D*>+V059B35(;LA8K++F+&45NA&+@JVHN944"5W?#UN\$
MW=AH,?,E2)OPBE88QFXYB-P@\H^GUR-U6]*4:BP%IDH&E5!,M\ LZ@?]*GF!<
M^H4PO@:E+4W, \%=:H3WF&T' ?O\G9ELUAIKTW4X<6PEC?IV'..RY_0#3.QU?
M3>^F\^D\$LWH#\$O-H;NF(<3UU=;L;1SB+POC\7VI.=, 11+_T/9 \$;A*: MA/3<).Z\[@9,4;
<7_X-N2-Q^TL'J=_SN/N.!&_>#|YLA<;MQ0QZ1UT48V, G_Z6+>L<- \K<4
M;UW:WL%//%@NQLD\15)1<|W\;UMM^UH9-S_I_?;FJ8--N\$+&I(EFOH7/7P<
MR,:YT\$RTJ.PO>R\$T/@ "LF..+"Z39@.M+(?1N8ART;|C17U!+ P04 " !0 M@9:KHDYL:4"
""!0 &0 'AL+W=OV4|M_O.H&, M2927^_
J^YIQS\1R/MU*|ZAS1P'M9"#UQQJ),>2Z0M9H:"=3*J2&9JJ
MC:LKA2QM0&7A!XW<\$O&A1./F\5'%8|E;0HN\%&!KLN2J8\9%G(|<7QGO| #D
MF\ S8!3<>5VR#*S0_JT=%, \=C27F)0G,I0&\$V<;^:!:;_";AF>-6'\1@.UE+
M^6HGM^G\$:P@+ # QEH'1\(:76!26B&3\ V7\$Z74D+/(SW\#=-[H3+FFF\EL4+
M3TT^<88.D)BQNC!+N?V\NWXBRY?(0C=?V+:YH>=4FLCROV8%)1@;#:QV:IM4&3."
|LI:R,HEU..!/?WC\O M\H\>EK>+%4SOYS! ?W"R6R\4V+K-O7YV#54S\$+<9\$<|.XF#3XBO
MX\$X*DVM8B!33_ \$NB>R4!GNEL^ DX1R3"^C\|0B\(#S!U^ \Z\ S=_|< \Z%V\H
MC%0?.,HC\ D\271G1\5R5-IVDJ-D-G8K-MB(;@|P((E8_I(5^V; >503'CMH\|S>):M.|
K;16IC6*MUJH!,6W_ \2V\? M*6ISPX6& C.">A>7D0.J=7X[,;)JW+:6AKS;A#DIEJAL
NUG4IK\Q!;HGM_X M+U!+ P04 " !0@9:Z4*2"9L% #(#@ &0
'AL+W=O;#Y_%8FGLA_ 'DM&\$+?L?-K\TGA;-QKZ40%: ^U
MD#4H/C\;3/V3\2N=PM^\$WREM\9@ (YE)^=5.KHNS@6<=XB7/C=7 \7+WA9
M6D7HQ\HKG8/>I!7<'F^TOW.Q8RPSIOF%++ ^ (PBS/!ND "CYG;6D^R\4O?!U/
M9/7ELM3N":MN;1P. (&^UD=5:&#VH1-V\V;=U'K8\$4N\%;H6H,IOSI#SH(9 M-
CE5<@7*KD9M=N!"==+HG*@M*'=&X5^!C0\H" _H(P^&U0N! ML<)4:VXT7
J=EU*WBL/OTYDV"OGSQ\XT=%; "59L39WHAN7\;(!%HIEZX() MZU=^|+T\|\$\$/8QQ
>TCZYPQHM6G1:SN%BB1%P#.*&"Z;4HZ@7,*UD6QO|=Q/M MO@@.VM@?P?V2PUR66-
+6C+\$D6=>U^(X^&/R=/_GCIAN?6. 38H, \A:WID;3
M4'6TX98V@*#S:L95#SPPO3:L8>A4RU8C@GIT N>L9'7.@1GXR%2^?!+Z"7P2
M>92DU.LS :)JF%#88 P,0QJ3+\$Y&@*6.A5QCZ2G%Z_P1\$/A:E\RU\$"N1&P@-(MC=)M:
|M>6H->DA'?|^\$ SE&/M@5WT-B<
M0X\|Q(U(74AN8YGE;M9A:Q/F&6|\$'W";:G!F>+VM9RL4C M)I*&"0G"%\$=#&GHDI-
\$(QP@7#>#" -4BTI'@'D5Z*1D,2>PB1\|V(BPE-@Q'0 M*+ #XVJHV2LO:(W^4L5U@RVXI#U
M\Y3Z\|W6<," ,*|&<"M!R;E8,I0(2^(EU!E\|2V\1((6N42^%(?(NP' ^XG8'PGY#_7VW_!29
ZCVF0DC#QK, <9R?SH M9;P178M2F\$0DLEFD*2J)_'^!=T(2-
(YHA# 'B'5#Z3\|.L\ PZ05(_' *'+*6KZ
MW\&FJ,9/XS7:&8EH9G.7I\Y)N\|P%7DKB*#O4B.*^\$<5'-Z)WVUG9W4"G:|ZX
MSGGUK;'TW=>J#AH\?O=IE'P0!0+(-@=,ZR/;=H)W3O3;C5DJSAV*1VT\N X' M

1!DDFZX.TZ6CSM|FU=P/<4&Z.ITI6PB-GRC'-*M_TSATF
MH21V(L7MW'V;&_00P|TM3K8VA'V C;=N%|A|/%^X.I2&WQ|CNHM%_I:|IT^YV|K2|
MN^AJ M1:RCY'\$6|PF>4U1W;^HF1C;NKC*3|ANJ&R|OJLF578#_YU*:S<0: MZ"^OD|
4\$L#!0 (%" 1EK+83M4)P4 '81 9 >&PO=V|R:W-H M965TWZ&R@B-^3-\$T;.
(Z;&&C3(\$ZS M#|,^T-+)(BJ1+DG%|7|HJ|@7*XEC9-W6H=@7BZ2.=|_=/7>D?+S6YK-
\$1U| M31-E3OJO_-J-W2|\$DN|+0^C-/9N%)H\.,,' L09!
MCSN<8)*P(H+QI=#9J\$SRQOJXU|I.^TZ^+(3%B4Y^E:&+3QJ'#0@Q\$EGBKO7Z M
@M_/_!)|; PKJ0|30@R*S3;:&9\$*12Y4_QM8C#"2=& MQT:OP; T;:>.! =|70)G|2<5+FSM!;2?
OSRW,83^CU|&8VG4/S1BP2M*WCMB/;K*\$=%'9.L*5IP97 E9-C3K|07+>;0/Q(D Y|,&,(
M8VL9QC@(3|ERWN(-D#^ZG(9\$Z(@6KE4WG_RH>1H+7%'0'UK+4S(P?(M? 2
MNIW7_7Z?|JW7^P?|-'CUXK#7|WU2_33|B|A(/!|6,4BN|S6"|"|O-I.|S|
MRX>|H61PW5#0F11+HZVMC+SLJ;EA5W/#9%3>- M(CIY>\$11H<-
!\$66"6*(@E5F&:5&&B&OLXF7DN7;.E\$|67P,<5&L\$^V&UEMAL* MEUE.;Z2X|X-
*Z/O9\$ANH0(@EPNA1(L-|V8^+|I-5);!'6RDB2:&1TRN6;I5GB/>:- M4CE-
;|=6;3N(|HW>:|#|I|.D6V5V1P>|+?HV1MVF 3HJYZ|#/&.+D|KCC*7 M
E<&S\$52|!ZZ2WU&Q|GH=@Z@?_A \$Y<15U#_C7>6:5&40U4|I.1^*S%;L-HWX
M01^NL8'>43CR/;XIVQ6U"\$HDVCT?GNV&3!7F(D0^U#LH0T8H\$(K\$K;:L<=>-
-50"WE^97 ^B?DE%#??K'_*N69|!S;&M=+
MIE+.OXN/YZ@(9.)MBI|NGI)O.9X&|1I='+'8>S7|8SW|F'D<\$_<\$M;B/_GW>Z M0?
>PY303SD|GS_26EL;WN-0FGFKJZNDW^\$;7N-7/TT'^%N\$^'|V@&TWMG;M
M6SA%L_1?_'PI)"3Y9W&U6OVI,,Z_I3?B^3|2=.^FQ%I;.*MG;T#NG&9_"L_
MGSB|E_6"^WH.|T/8Q3D!PO0^TAK5T|80/57R^A/4\$L#!0 (%" 1EH| M9| ^9^ ((<& 9
>&PO=V|R:W-H965TLJE|H:TB@%"@@
:404KM2H)VF:1|,=^T;JVY:9\$3S!D0*=Q3%3JSX*N>PXGK-QC/DB,M;A M=MLI6^
\$S4LZ4K1R2Y:0QYAH+A-0..|X/;_5KUE| #GCEN-1;-MA,9E*^V<5| MV'\$J5A_#
(QE8/1ZQP\$*88E(Q|UIU,>:0.W|0W|39X|Y3)C&@=2?>AB3L.MPX\$0YRP39BR7=
|C.Y|+R!5+H_ G+ ELC<)|I(^-U,"F(>5*|V<>Z#EL!C96(B#<,DQ' W
MWB5MI4!_(|#O'R2|QN \$&XX:OC9FQ&*;LRO?
14H#JCM|V44NG+,".0VVB4;VCTSW^XM4K M5P?
DUTKYM4/LW0EU99@)|!#F'W50>.)MQP\$#DBK@4>F M@JB|5G \$QU|:ON=?
L:5VZQQ\$3"VH!)0@C4;%|'#1X#7/ZI4&^\$W/FHUF\$T9L M1&UL
ME59M;|LV\$XK|ZT=\$D")|6;+|FP#29I@!9HNJ_-6P|/M'RVA\$JD2E)Q|NIW
MI&39KAVO_2*1\$N^YYWC/'3E>"_E-98@:GLN"JXF3:5V->CV59E@R=2DJY/1G M*63)-
\$WEJH%>RG#O3L?WV(*=C4>LBY_@@0=5ER>3+-19B
M/7%|9_/A4|H*M/G0FXXKML(9ZL_5@Z19KT-9Y"5RE0L.\$I<3YH?7??->KO@
M2XYKM3,&\$|E83N?2&.Z.-^AW M-G:*9?-FS^T^_(Q!T!H\$EG?
CR+)|QS2;CJ58@S2K'"|%UIN"6+W"Q;|C M;AVC8;/H.C@)^
|32PA|P(0B\$|@A5V\$H<4+7XL0*6D*_KF:*RU)!A>B|&| MB(Y#F,(8J8JE.'%
(^0KE\$SK3WW_S|X?)PA&'<'H%/IT1H6VJ L\$L80;45:" M(|?*S/ZJ4#*=|Q78(BOTL#X
F9U515(M:%9 3=,97!'U07O>5.E)/=C09ZF M|9@A|ON1>>^L.Y3XYX|@*:E.I.
(E@PG("@"\$;_1 5 *L9RC|)HUI\$@=*F0 M586V%
(L7%|8H"401:D\$!#C+.2&+6I&!.A_!H_6RJS#X;-SM?=ES=^C;^-T9 M?
=C&4I.YA\$+PU85&6?X8L((W\$+C)(*|WZ'I|3.^A.QPF|\$YX)BM.T'1=|TX@B3RB:++?
#|PS"N!1&&4< M3>;B-PP|G;,>|@5'W.P@2OI@E* MK|EIVF
U;S2A=F67&MDMS?|*SM*;|T MY42+#<%%+0T#HYE?4IH*3D1:
|S5@'>T.Z2&Y(2K00KG.^93+|NDVOC7=LS@;RR)_ M'B6: @;P|D2G|'>=LO_3G?
*NUC7MQ3V%4M8E/+ "7TFKTLZV? MCX)?W# ">TFEOA=P<
L>:XDF/QSM_Z|H75<;UTWI";BJ<;W9*D0(TM|OMM_V@\$TL5"2-V@W!
(NZD4Y&55:UM19(4 M6.XB-QKZY_#0M MX8D5M4W6LJJ+ C?LQ'!-%;^VN MA5?-
;6B|O+E3TJ:MUHST:*R=Z.YT'33LL,,KK8HS0+Z MOQ1";R;&07=9GOX'4\$L#!0 (%"
1EJ|LG|(0 ,!X' 9 >&PO M=V|R:W-
H965T#L3K(67GNQ'=+R|8R|%U(((\$2_>L3USYAS;SO:*?W-%(@6'DHA
MS3@HK*TNP|D!9;G*L*)>VLE2Z9I;G>A*;2R'(25(HPB:)|6#(N@|G(KRWT
M9*2V5G")"PUF6Y9,AY0J-TXB(-VX8YO"NL6PLFH8AMMQ,
(TO9SWG|QT^<=R9/1N>VV(<7 20XYIMA;U3N|?8Z.D|O\$P) MXT?8;-Y1-
G66%4VP<2@Y++^LH?F/XG(&D"\$L^[3N197C/+)B.M=J"=-Z\$Y
MPTOUT42.2WP^+=+=Z\$DWNV\$FA.1Z&E M'XSS|J68V7_
/O%;Q7TA8&;F2.^=/XD+AU!).6X"PY"GB-V3FD|1DD4=(| M@I=V@E./E_X#

IPXMUTC/RL(:ZY-?!ENC)6TP/Y>DAPC=<[C.>*YM)4+,-Q M0%5A4/
8/+B63R(7A)AV^O8/HZA3Y94A/E6(*@US*E\$%ZBYRGE&1ET75\J0 M
+>K9\$8GK_EJ:Y5^A&N2)C%O178!"&D.23S*)'#,N\+A+425-A<;L @,:\$V
M80NPM)&ILE*2SMG3|>I?J-|R&8+;2UNVK6^V: [3N>; =ZS_ '>Z8W MG*Y.X)I"H_
A/P!==^ -Z8E7E. ^! *6>JGWSBH!X;.: =# ^6BG;3ER" |H&ULM59;.:H(%/XK1VY5!8D
MC\$0"DBYL&JD38I"NGU8|<-@'_ H M8P^=&8?LO|S8^- "ZM"|
I(OG>LYY_ ;Y3'92/>D4T\$9YIK+'!2NI|ZE M/|Z*|'UWX2^..WTP!VO)2LHGN|A-IE|/
D*!L;\$:& W/>(U"6\$4\$XT>ETZN? MM(*|/WV/YSM9,N*.;R6XCM/3#KU1AXDN&:%;
|R|P4K>QS 6 KMOK"K|O8| MB MM9%8)\$X*,Y^7(7BH_ O\$<@J 0"A|MR*&|88;-)DKN0-
G;I,U.G*E.FL#Q MW 9E:12=7W^|FV9GU^7RQ8LY@^P_ '+Y0!N/;"50MR9=0R_9
M^|VXTGI5:@W>T'H!=S(WJ89YGF!R+|-EA#7,8 _S*CB|;C#H1^&X)>T#^A M+ZS-
#IV^|U|_+E3:*LN2?)GM+=?UF=;9RQ GK+8IQZ M5!H:U3-ZLT?<
_\$O|PFP_1HL_Y3VV9(J,2D\$@ES#-1-Q(9C-:&W7)D6X8IK' MP/(\$;K@H#"9P3|5\F|IMY &
<|.9@&N9950<|D@W&7X:6A.< M50TG@0I/3GAXA4&LYX3B_(0L;.:@.^
MQ+@U=*H.U"54!;TQ/*8*|2@+X9ZP'^|05F&V(E&;64<+FV;V\$Q|,|HL,%3-2
MC9U_C^WY"/U1>^3W:.'+FAT\$|&@|MYEDXBMH1>.'FOA^U0S|JT5.YI%HN=1TL
MG"FE^TYY|!QVCFS(O9,D#;XRFU\$OMJ0CRC#8>BWA^'0#KVA&Z+(=P.M7+H0-M*>
|%|4?|GYF@4%2:QO#|H4NT:Q2/|1:14_P\$1 MA0%|^C*_.#S+^<
K=R302*\$&AS1Y@J(RN&CVQ*!|K;6/J_HZ!> C|J#D8MQ
M9U0&/NKLH|X9^*VZ,G^K97A"RPDNB6HNB=[-)9=4KW!2N|&3N<%A9E7AB|X\$U&#
<|QB>9;|ZQHYAU9LK)&H4LI M0.%V|S#ZY0(^G<.WTO"NK'V5FBK\$S<"##+6|KLY"
|K|C|H9|&UGI M|@N|WC>*|-BTVLAZ#R8%=2GZD?_9G|.)8." _V!| .MT|X\$ZE7?
<|.E(R1TH MZTULUNA2|=-DKA3V4I9&T6Y).#-9SNX?9_53.=W<#|HNE|G|A^W,+#+_O3
MXG&Z>GB:P|<57U>H/XT|0P\$MS-OLR6|ZI3"%AIG(,N+|TCH42T| MJ+UA%PGO<,'%8>
"|UET@2|H9A|V?.%|V6-.#|S ANI3"ER^#E=:Z/HK?QW
M+MV>+3K/9NOG6C=|@V.'"D2C>D%G|N^(/\$ _7|.:5&E|@G2ZK'K*T0Y!96
MTO"*5+^@:!'6KW"/,E>|*5|/J;|(>UYU'T#|)#9 ? D"I@608RHKJ6HVJN|HW\$WNO|A.>6-
|S:0BT--R@AG|@ MB\$-WD;:68J&;AHRL,(E=/QYV5NH& 8-9JZAS092X23"\$*;;#)(0@|W
3VD, MW#@,8*I+|L' 92&MI2Z+4X@ (3IXT#>,CE@;>^"F0-M>J@S"T&6#@16;A^&
M/>|PZ(:#E**SF+E^8'4PHO53JRTAYF3862RA70;G7H-W4L,UJKSK5!HVL A6F M+^?
CZK\$930L>|>|HZ2/7.6ET%#AEJ#^51H|H/KNU\$^;.+J.L):&^DMG%M30
M45D'VM|*:0X3&^#XBYC|U|+ P04 " !0@\$9:&FK;BCP" #P! &0 M 'AL+W=OQ
M\$(F/HB'U Y%V>YCV8,(%K#IV9AMHI?WX73LAHU+A;2^QK^|YY|CV(|W2C^;
M#:%EUQ(TP|VUA:|, #39!G-F&J| 29F5TCFS%.IU: J-;E!N0BC90,ZS!F7 M01+
|M9E.8K6U@DN<:3#;|&?Z=8A"|?M!*S@LS/EZ8|U"F,0%6V.*|JF8:8K"
MFF7)%WSGN#="|@GWCMY63"#(R5^|*7=|C.O 2QQQ;,"SM7^&U9^
MNHXO4|+X+^S+VBX59UMC55Z!24'.93FREVH?C@!1= (058#(ZRX;>95C9ED2 M:
|4'|J)S4V|58|F<5RZGY):35E..)|L|^DTA8<)S.8WZRHEAUYWLX)WA0E5QI2S+8:ES#'G1(|
8#.08&|0Z#Y..'UG7SZODC|=I(V|.W3QAYJ^Z?|H^
M;:68FU_O:6|_!V=6G/G|.:|MEJCM+!0FI|NUS-&S4CV>TI+KFO/Y9Z(7=*
MNG&X.Q80'AU@|Q;<;WFT# %:&:C<= '1YO|K JL*?Z86R=\$A=\$-/ \$FI7
M0/F54080N&M2/W+)7U!+ P04 " !0@\$9:+M^M=A<% "T) &0 'AL
M+W=OE<90BB/|9T2N,X(^E^_%M"GN0;|TJ"?Q|X(5AYIGR@R M&0F^0R*
|6M.R@URNW%|H'F*79S'I00G_+M)V:W=?@R^/?H5?2%"D\$QFI-&G MBK!8?
M*MCP|^ ^OCA\$ _J 6(|F+(|U=)"CMM*N,T!|7KJY+=QX)|QTT(RG:B51
MD\$8T,MCI=ONAO;ZMAUR-VWL=|ZUG!|?ITWD(= _OR7*|KZ_ T?/...3@_YCWX
M,>^AW7Q&Q"GO C5AVJCG4R7F=4|UADBR7@BY)GBSX MW3+4TW%/W|A|X4?58T
MD?^8)DW!|9JY65*|EFLRIV-'9TU)Q98ZDY|_PGWW-Y-BD# ?\$A9 PD(@6\$/I M;J5TUT?:
O.HJZ)P04_:=>"O?6AF7J@H)|P08.(=ES|SMQ.MU6OH6VN|+!>DR M!
((UY.I5W*I4&_|'R#|A?VCN=C;FQ6-V%|5L;^RQGY*UDR1._| M7"|LA%
|@Z@.I3/&|.IZ8PU;_())6?Y=&^|R/ :3'T.BOX^|_87/(|U7(|:0 MWR1<*/:|6B+,&Q)(/?
451_Q)+SS32A)C:AH<=Q6W!@=R# QSYF"2^D;0U4&4 M32#;Z 9:Z^M6>-
=9\$V3Z=+N_G% MMQ
DS0>E!:"T\$(K6E+6N3N#W*D|@T/H\$*,T'I06@M!|"*UA2|+E)@>Y7BLIOY
M7!|HMKJ*1.T"G&.RP#496ATV3N1..OR K;7%V8L9N1+RG7|*2O-!:0\$H+82B-
060"R'87@FY(RD)H*HJ\$C, MBQ|(-L,4E.:;.:BR+R8AI5-J|\$(K6U+"NK&!
|:65&GD^F8:#:1*D>),T' MI06@M!|"*UE2T+NK@X7NE8=":#BC-
!Z4%H+00BM|.;JNZWC6,L+;.:AN?ZFN

MH#3_C;\$-3Z=AT'Z\$4+1"P_;>IHJ\$BF6^_46B'_>:XK?QJK7:8G.3;RPY:+_%MUU-L:/?
Q=5!LH*GOQ7Z>&1%+EDH4TX5VY;:N!*)0%%MDBA/%U_F6CB>N%\$ _R MPO4E\$179!/?
K!/>?J121S4&U4FOP'4\$L#!0 (- %" 1EH|T&HW@(-/*M9>&PO=V|R:W-H965TX) M-
IQP\227 IM\$|IDWUDJE?9<5|9+2+"L\128WIESD6"EIV+ARE0 GMF@A+J!
MY|7.A)ZY!=2|HWY=L>^*>P\$.6OLA(F7+^9"8WL|HC&49 M(58&
NO+&JZ!4H.D>7S+09TBIPDLCW?H|ZUX+6:*)5QS^I7,U++O=!PT@SE>
M437FFP^0"VH:O)A3:7_1)C_K.2A>2<63/%@S2 C+KGB;WXA20!#L"0CR@, #R
MSA)9E@.L\$4K,>NDJG-R!NG*>ZRE(%>U(-(*ZA MNG^_ B|HH+O))V>G#V'<37|0D)02
@L;F.?!%@#6|\$Y&H,I0|(6>|2|HST@0:W"BMV_|EO?
N@/!Z(:QNT>M'%XX>/FIL=*,@D8|5,NM'D-DH M9#;^|/F*0F9:DLE+,G'"5TQ5"N\$|KJ"6;-
@UGPI9GH|M|J;TBZZ*79;&|TOTO%JKTWWVJ>;.*KBV7HHK|(I%%
<4BG|E\$!Q(^JQ)RF(.? MH(0SM90'JJ)=Z&G_9|>W|KO^(+6_M\$.G\$-YY+:|O'\$%FMY#9|;
|KNI^YW@_ :M_ :2;|W|S_3^S>^S_ A8OSZ/H*E/W7_%9CL(GJ^D!5I>&6^A?3"|YBL2"Z
M|:PUA>K:W?CR)KK|*)XJEM::9Z)05A#NCL.>=J-S%=4M'D1C|M4\$L#!0 (- %" 1EH9E'GPWP(
#4'9>&PO=V|R:W-H965TDS%TD\F1;3PG EIQEYJ|?K:|TV48L;,
M15JCD)M\$Z8Q9VNJ5;|8:65PJ9<(/6JV^GS\$NO7!4GMWK<*1R*|C\$>PTFSS*F
M7Z8H5#_VVM|N8,Y7J74'?
CA:LQ4NT#ZL|S7M_!HEYAE*PY4\$C*/&=QS8=>T,/8DQ8+NQ<%9|PZT_/X45*F/(+124|Z'D
M;*M,##(NJS|H|WL9A3R\$(#B@\$6X6@Y%T9*EG.F&7A2*L"M),F-+/MU\?:N\$"%I3O.!
<(*H&)H&0Q&2%0VN%&8|PM?%'&H('3 M&5K&A3F#\$^20J4J-TS&9N1,XN-
0_6AK>UK9#@|8OH(I)6UJX%;&&+_6|F/MVIE@Y|PT.
HXP^@2.NUS"%I!%QX6,S@|.3N"VZF#U"EQ.P=P)U&D>'8P0_YDH(H*(IF(Y_-L6E,M=M-
N?Z|JL681CCQK-H-Z@%|Y_U^ZW M/AQQIEL|TSV&'K|F'56|19G;|N7,>.1-EH\$O|
MGI(=|A&ZE7N*7U4-|?)1<|6+2(9B85"8/FQ)5|S)%R@A#|C,Q!W=?
2;U" _F*%|_Z_ |H5Y>U>R@N MN:|Y;2Q;D*=%|8F_UXXX,"|
(P9N;:>">:C"H#0:G&GBU@7>J@5|_ ^#|_ ^\$<, MAK7!4/N^WX5G ME_-
E&*KKS>+|'8Y_ ^WZZRTZ0|>8:QT1Q|"("G":|8_RZ<_(0GR-&>%32|@& M*
(P5UY5%567ND4KNMS6V3,|O-Q+WT<QO7O+EX,F M\$@::YQWA+0C3_U41\$W0I^VJ"
|@7+(V%O%P*&C^B;T4J3+)?=I+5X'C_-S@F M%STY^G'"MJ0W^ ^4G9VC_-M(\$A9_PD)
(6_0\$:VGM-5|FCXXHG68;S+Z1 A: M2G J!5^J'GUVKV6_HKFB*8|0Y-
AXVFPTY2N%PL3)IU M6KU5,TA8_D+(6\$1\$*REXZC1HQ\$7.I|I,14/4B5.IXJN|4S07*Z
\$S6#9K@PBM;) M>+HD+0 E!:"TB(H6EM;=Z^M^|X6575|H.(\$DA:
TD)06@1%:|?)/DGF=&?) M;LO|7@|:40B")XGY5=FXAIY.*T,/%O|-2-2K>+@O|\$4#
P%!S9AH*AH: W M,A2,NE_|_ |HUGX|R.K,9!VZM75I7DNBU:LIYJ9,0KSG:>^F6B3?
R/?|1X.F MD\$!H(2@M@J*U==VGD9SN|,6R4E,)*+5|33|_U'X"PAD"186@M B*UI9OGS%R
MNE-&+|HEWN(TP_=9M8=<,5R(5U4=OAR"?&.G!,T=@=)"4%ID<,G8|<8#WSZR M1-
VGAIS.Q,++)2KZ%|VD19J7N5\$;T-0.*"T 186@M B*UE9YGH|QQN|LL0J: M\$
*E!:"T\$)060='<:)/CG=V:/#L,#J%QV.5J0@#&?9\$|H2+M)B9?IYH18=M-(,\$2@M
:;>\$K;G2TCXSZ-C6CTM;U0%\$S5&GV7|02P,\$% @ 4(!&6JNSXYK6! 21X!D!X;"|W
M;W)K&ULS9E=;|LV%(_"J\$50PLTD:@O2YEMP+:T M-<#2!G&
|70R|8"3:%B*)+DG;Z7|H|_(ED1K2<:+W-@2=HC5>
M8OYM>TO%G=Y0XB3#.4M(#BA>3;09O JA7SB4%G|D^,!.KD\$1RCTA#|7-=3S1
MC&)%.,41+Q!(?WQ J=I01+K^%Y#M6;:PO'T^HG^:QF|".8>;P@Z9|)S#<3 MS=-
C%=HE_ (H1E)6?X%#;&AJ(=HR3K'86*|B2O/I&C_5&G#@ (MCMS!K|W,KH-
|QL&J':SGSF#7#09S9W!JAS)TO8JHW+@ <30=4W(M+ 6M.*B
MW/W26^Q7DA>%LN14/\$V\$'Y|N|WNP|HOY;!D&8/'EYC|O)Q|O?|R&5R I2C*
M>)=B0%9@N4\$47|Q%1F*P()DH4X;*1"|(XP#E,0@?BT\$,W@>8HR1E'P3AVS(M|H|_|
DH.O&|)CPI*=2X67DRO1_4BY|4BS3.+M,-R?F&@3"/<2SQ#X;| M_0%_76Q8LVOFTZ|_
S4%@@*_-+8,&/P#1,6|*>Q?/=+5DX_V_V|-6SMS;#:DK(M*GG6&5Z8;5/R V.PQ'2?
1+@NEOM>L7P\$LS0E454XHJCN<\$36>?%/,+O%-"%Q M64T_ /6|F %<,76:94 MP@*5L%
1K)53NFI/42?GJ8P.GW?=5-;|21EKZ-970D(^C;0-:'5V1&9DCN:QX3=#>LV2%U74|
(^N#H)>6H\$18 MH!(6*H*ULN\$WV?#?EJSX*G.J\$A:HA(6*8*V<0N/8RQC*A:5&MEYVW_
|TB*Q M,@VW8Q5(K-R1T547F97GGY\$7>-+(P<'@|2&(AIMRFXL%NJ2DJWHZ+DTZ\$'4
M2|M1*2U02@M5T=I,8|),=^6SM3K4959E;1 *2U416MG|MCTPL'^ZW5:8_7> M?_
L8V5VMD5C9OM?5FKX5M#S?|HJ-Q,SV1N89M3GVA_&D248E9*38;H^9)
MOI9&/\$AY<3FJ 5*::J6CL?QZ85.FL;)0VOTH@5).J(K6SNRQ 8:#0=CK MA;MO?
6.,8)=H9%8N9|1%9J^%1QYCM\$5&HF9|UK^&:\$Y|HIPN%G|#>>8HK24
M&A1G29XP3E%QNB-?!#VXJ|420N4TD)5M'9:CMTL|-Z8WBCMBI72 J6T4!6M

MG=EC9PP'F[37Z8W?^R?6@FY/:R16'H1=O>E;00C-[G^_.C/3A%Y';_23H[
MTW5Y)LE\$8+N<5T<&ULM5I=;^ (X%/TK%CM:S4BEQ';XZE(D2AD-VK;JEM)I6.U#-/1
M)#\$3&YA=[8]?Z0Q(8XAQ;P "?=>WWMR[7/BI+.EX7>V)(2#G[X7L-O*DO/5
M3;W&IDOB.^R:KD@@_IG3T'>X. P7-;8*B3.+G7ROABRK4?=-ZAT. &YYI#;
MH6ONN0%Y#=%;^ [X3_G-'/+JJK<#*^XD7=[DT8E:M]-R%F1\$^'CU'(JC6AIE
MYOHD8"X-0\$CFMY4>O.G;=N006[RY9,OV?H.HE FEWZ.#X>RV8D49\$8],>13"
M\$5\;TB>>%T42>?Q(@E;2,2/' =_OT;_&Q8MB)@XC?>KJZ<[X]K;2JH_9F3MK
MC[-0/3>2%%2/XDVIQ^)/L\$ULK0J8KAFG?N(L,O#=#/?M_\$R V'. =H\$#2AS0
MJ0XX<YT.R'=@C"R%M&B'S\$VL;>HQ@VBRSCBH?C7%7Z[V^ ^-
MOEV!Z!;_A@/WWH/@Z?7T15X[+WV/GCMW3T,P&C0'[,7X>#\$>@IW8/ATIM@
M/H8F57I2+35;_T10.?@T0F_\$^Y,Q-&(3->ARUW"P.=I<<[UV!=0!>/1/?C\ MZ00X!-P-O"
HFCG!C'5J7!02I5;.)DG?[9]&!4G?D^DUP/*(O9"O>^WETD M6N1>\$_"E&
(40Q3'PX7I3/A>R5>@MQ\$51T!4Q3RK,D<@M>#<_)#3GSVMZK@
MW0BV>H1H+M^PE3,EMQ4Q61D)-Z32_?47V+!^4Y50*%(@&#)R"@771NSV?AMSJ
ME\Q-GS*N*G7GWXC\HU5FTX7UAHT\|M MG-T#98PH>V\7HKXW)*P_-;A3=^5X
M@\$X\=^%\$MU9J0(U2NJEH620DJG5SG,R2
)G%MG4HOA1&T*HCK&YNM+=SH.7RT\|@LB:&3K0J30MV* MI!)
>B6@7Q90GM\5P*E\$@-UN%J0F50_ZH@)*K H?4+CZT4O/ 4/1LEA)28+J MEU\4M*JG-
""&HF4!D4H(Z970"8M"XQ2%JH0J4KA(RA.D9?L3%X7F<86KM"E0 MN\$B*!72.6\$ *&9!7N
JK0H6+I%1>JG0HY/PJDK5H"5LR*A,C^C=&J6G;K M5=(JOCs=8Z-T;RI:%A!)JUA/I_K>Q
H6QQ ?DJG"K-6P"_:GL.1ZK.?ZP^I MH%
I5CU+Z>EWD6<'>PP)\^0;6BIC2@!B*E@5\$ZAJLUS4G/#I);ULHFSAOIFEB MJ26P?
GOC)&['^?V+7'HZDVQNDM:OGM:/3'X%6:MPRYMI<).R?WYG(I:VIP: "
MGN#U\SIQ;NA1RQI4*OMO104O9\$E9N\]"#1CPR%RX6== -45:X>|EI=|I*GY/
M:\$ (YIW/I2^:M;I'U!+ P04 " !0@\$9::B6@ M\I@ " #"!@ &O 'AL+W=ORVF9*668\$?C'W* *?
YRIA&3P*(O,TI>+U% A*^ZQFVL9^8LG6LI(09 M^!NZAA#4?/,H,#)KEB5+(9,,9T3_JF?T\>
I T_E%PA.#G3P8\$^UDP?FS#L;+ MGF%I09! I#0#Q=<6!I DF@AE_*HXC?J3&G@XWK_-
IRCEP65,.)3I94<<_X M8I EK&B>J"G?W4'EIQ_8\4063I*KP+@ M5_#G7P&M"M
JC);*EM#JFC@ "IXC0FA=#)7"5(4X%@WYX M=TGTDXQ^S,=/_?
O1PRR\))/_/MHUK^I'Y%P-)A/Q/I/Q*"3JAR\$9/SR-PME\$ MIY\$K\$N)OM"-%^X7R(KR.@5?
ZP1??XL&M>\K/'!7DF(!9%V ;I.IDL\|MYM-G MNBLW-
(*>@8=6@MB"\$7S^9+>MKTUF_Q/9&^NMVGKK(_9@F(/>2YN\ A6\$ "Y* M;_
S0DJ9=T.BFLPULM^W<^.;VT,IQEF-W/*?>J/1K36Z?I5(5PK\$7J:!*I<_7 M;?
&*L%NR>@=RK5L\YW:XZ1.QVW6ZM5:00^U-OQ*?Y2DU#ON*Y>VW7>*3W;
M=J'^@^5E\;P6I02P,\$% @ 4(!&6F_#\$\$"R! 5!D !D !X M;"IW;W)K&ULM9E;3^,X&
(;_BI4=K4 "MS^CM" MG\|@*(@/G)\$I9P%AOOKXT31:L(.LC*PA%4\6A":8BUNZ--F;
@XS41*;CF5U MS01'J3'L9VFW=-@G&QY'*=Q2Q#9)@NG+%<1D-
S;LXS7A+EJNN\$PPA_TU7LC_M^./ZEHH\ LZ2\$40(IBTB**"P&QLB^I.V6%&0Y'B/8LQ/R.
I+Y"4(=R0M(S+)?M"OR6@8*-HR3I!"+\$B11FO_CYZ(B*@+!:18X MA<#9%
I0_\$+0*0>NS\$=J%HAW9")U"T/FLH%L(NEG=YY65U;2+.1V*=DA*G,+
MFKS(L,K4HH*C5+:L&.:?B:21T?#@>S;Z>(F+O#\?)H^C: ^_F?G:"IJ.I\HSI
MT=6UAV;>^.%NV45,JH5>.4H@;_U/4,MZP0YEM-J*,J8+?=A M?H;I!IGYMY6T8?C%4Z7(
>%!8XH MVN)X X@LQ/Q HVT^MD3I%A@7\$QIO,ER)/1PG3_WAW4SF)SCMT.K;VZK+K\/
MX5C=>AY?4Y%JYG1*-N5Z?G.F&N3IBG\$^9K@M4VR\|U=V\9M-
M,@(I_6ORW(D\K4+^@51NN;5='C;H-E7,)6VG# M\UCT);+?
G4#,4/SE.UU)33I8(YTTMZ!5/7(:+J?R^I\MY_)UE:SND//FD*-T MZ"&E@./H7I%@B
ECB\$(L\|@,AXD3.7-FN0.PG*.3!"^ (4ITP\ CDC:Z)@RTL&. MZ:2Y!;W:P-I-
BH\6D+XN6MW8MS,86IG=KQJHE+WP1XS5>ABCE>9JI7D%3;7
MJW4%S&TU*X>^"=!E=CS/QOQD_+I P*U,+3\!C+*#[IWT*_MR;#>DN_:EEQ_P
MO^'S\PU33)=1RE,"Q'*CL7_Q7-C_#S&T\6V9'SG'!.DNQR!5BLA60&+7Q!
M""^ID0'*#RG#_P%02P,\$% @ 4(!&6A\;T=OP!P LCT !D !X;"IW
M;W)K&ULM5MM;YM(\$/XK*U\U;J5+S+ZPX%YB*4U2
M7;2DJN*DIYG8ZQ@5@P08::7\A0>8>KUF&;-D\R7QR^SC&7;@>68&SEZ2I'NV
M\$")/Y=1G)T/%GF^ ^C@<9M.%6;9;.(2L\F/Q-479>KD,TE^?1)2IG_PX/<I^'S(B\ M&
(I/5L&SF(C) "?I\ST:+F@LO@6BI=L\I\4J M0WE*DN_EFY09^<
I/1*1F.8E1%#\VXA+\$44E4N"CQITL/O-@DQ<)M&_X2Q?G_+9J)>:".I0ODY1I!^26>_
_DRJJ_Z*6V=09HNLIR M9%DO+CQ8AO'V?_"S/A/I"S!K64#J!;3K EHOJ(I<<.M9%=95D ?
CLS1Y06EI M7:"5+ZIC4ZTNH@GC5A&Q;K\O'GBYMH.WB\O\$:W5U?3!\OK^ ^NOSQ, MT

F: %!DS6T<")7/T.8R#>!H&\$;K(.I%G*(AGZ#8, GL(HS\$.1H?=7(@_"/M0
M+'R<7*'W\SZ@=RB,T<,B66>%=78VS MWRO|=3FO7/FU=(RVN78GI*:+X+T0<
MPC3++^'E=T':MGQ8'3=D2*|(T4J/-J"=S&97#|,/NKBV"YD^H7EB?@Q6P53
M<3XHSK1,I\LO&/Y!^:WJH+(\$I,=)=C!1'"U&V:+:VVG Y0OQ8AYL@\$G&N
MW;TM%*^@RJO%9DQ/N7X;+C9CT=CYH^XQW9FBJ=LYRD#/:W8%.D6/\$7BI+B4
MG62%ER@3TW5:I:/VRV7%)3 O3XPOP2K(Q72A\J5M^DI'SNC 5XT5=AU/IRO?^6E%
M\JU)\99GJZ7;8D (JF/I=\$I0_)VX7D@2\$J)'D10U!=N'3N>XU?
9,0:X7'RZN;UYN+G67U\FF\26\$I@2Z&@7Z,AZ8HT:A_R\$
M\$G:P+QJCMHL+=B0K.AUR)I(IZ4OIXM_JM6!_=H&X,./IY.3M%SLA%I7%U1
MRHOV%S4.HDO>,@MFE6V4)3CX2D9=R;E[%58K:%IL8IJ1G# MW&S,>#6>0F:SL-
I(:RLI29B562A;G641#)>))LLH:EQ2UV!86\$;I:-546\$+38U3R@H,
MZPKS=&P*!AMM#4./=:B#GF|7+-=9^3E&/:K8!#_@!-5%F2U:6 +38U3RA4Z
MZIUW5B6(+31U1BHE"/(I#4;U*6L.*@CSB'^0=QHSSV(J")ZJ?4#PS6#WT*!AC2-
*=8LS_0-B)E4ALPN#="PK"IES1J?^IOWDD,S M<| ^,FD%L+UI\WM53L\^V!6J=X6FAJG
MI'IF>3| FJW_!JHI@.NTW:7D&1KM\MT@'0L36\$PTUVRA::&+MG?|3TP<*T,
M#&RAJ7%*|>#"ZL\$X&UT-V6N&IQJS\N&I*U6!"ZN"O8SL7J'"F,8;|A:|!%<*<
M#O<6'E!B6M4JC%!,N+",| ^0| M+B9 \$_4>7JDD.*PD>MW%:U5A&:7H" TJ*1(XW"
(X5J/RXQT\T\$1U2W(ZAV\ M/%::8B+ |QX_Z#T1X':?,W@+5N>2U;GEB0_/A\$ 350_
M)2OS#A,|F:A="E,8T7B?WJ)|P"7C\|Z3 FYU4F +37U\$1BH&#U8,QOOGH002_M#0DT4?
V4&L"#-|JDYO-X//7A6Y88M-#5.*3<|RP\| M>,W'#1MI'9EL_1SN/5!;/LU%Z3/AL@4DM
Z/: "FCL,W!A M8=>S,-J3|H.3 *(0T!|VDOCC MGN-SKNWK?
LG% BUP#*/2:4R8'UEJXLJV9::&'M+7@#3,TLN0FS| %XNP'*RX'E6N\# \$|):*S-@ M)_T"KV
*ZK%X\$+IGMRP+D@.3A#,D8#FPKMKV86SBJX G J7<:2/C9,|YB^G<
M+@:68P0!A4P9!JO_6Q@ "I89(R_C3<%KMD@:XVWYG'U?
>M94#7AY0|H_(2&+ ^-45E|4UK%19*%L(Q7/&|!6D!-6 _%KDX<=@!L< M 7@-P/M7@-|
_,IHK:RRE6*%D|H@)1(F6K.91H6;"JW=\$&9V<:J\$GB4:IY+: MNZ?
1W>Q^#^=3=%Y"@H3*B_05_0X3='YV04Z0X2A MV9IO)&8+V;>5EF'(I*Q9|J9>TCNR9
K9)?+=+|ASO*#/CP_-XG%:,BMS;<9 M\H,>!6??RP#; M,_J>Z?8D\FN-2'28\$@F';N9
V/*K@I"-LD M"@.G;VJW'1P&|=PX;(^* M:9<%)9<_Z|IMS5@B>@>S45A.\$_|O&O6A/VF%,
M&!Q1%K;*PI/*QH01?=\6:,5Y|_\$/#Q;U>_Y^T@Z# KVIW=*B5EIT4EH*2Q!"
M2\NX5)W2HD-I7MC;DW88Y'KND:S%K;3XI+095YCJ#:WO&H%.=?!07*#P WV
MY'5%.=_V|=D|=&|1|HLK B3B,)2XYS+6/L3=8VO.XH759F<WJX#|C\$@ &0 M
'AL+W=O&7,-4WME0EA AAVOK\HPA"0M1 M\$IM=RW+,A\$2I,9L4<|=L-
J&YB*,4KQGP/\$D(^SG'F.ZG1L=XF+B)MCNA)LS9 M)"-
;7*&XRZZ9')DU)8P23'E\$4V"XF1H7G;\$_40:%P=<(|_S@&M1.U11^5X-E
M.#4LM2",1"*0.3//2XPCA5(+N//BFG4+I7P\|J|A=[EWM9\$XX+&O|>A6(W M-
88&A+@A>2QNZ/XC5OOI*UY 8U\A7UE:QD0Y%SOI!++%2116OZ2'U4<#@2=
MW@E!MO)T'POZ)P1V);!ZJ?7"7HO|="O!V7>G J@5/\$O@Q6\$6F7"#*,+H'
MIJPE35T4Z2K4,L!1J@IK)9B\&TF=F+G+K|J=GE|=^MX(V+@D0Q?POOX&|E
MPIM7;^\$51"G<|FC.21KRB2FD4R4U@|K!HG30/>'AL\T%3L.7AIBV*#WVO6C M%KTI-
UOON/NPXWFW%;C"|"!LX05TK:|=M)|VN8O!)=B=0MYKD+LOES=Y|_Z; M=_J?
>S^*I5U7CUWP|!.|91K0!&\$EB\$#9;<0%S\$E,TD!:%5U1E@Q,^2P_JF&&>5R_@.C>
<8O0.+B/(S2;6\$ITQZE.8;P)4-&%(+ #Y_D M"F IO?%O# =N?E\OM-2|7->DQSTB 4T-
V88|L'HW9Z|\ZC06^J1!TPER=,\$|G MS-<\$R.J@7EU O3;Z|)K1_# 'DL&\$T@5
^9+B(A"P0H!L@L,ZY%/"FMC-O!9^; M:ITP5R?,*V%. 5-
O"?'^;OJ<5@X#BUT5%>^G5>^JUY^2!/?24 ^^^,*
M2"ORW(STG|NW^ZR%|ZR%7UKT#RSLH74B=DX=.ZM2(Q-
L6M%GAL|G3!7)\S3"?UP8Z2/*B3//BUGGP#G06D\$^JA'DZ8;XF MV%\$!#>L"&OY?
3|HATX8_M!YUMD6K|W-3J|/FZ83YFF!'*1S5*1SI?TBV(L_J M/I4) YJDHOVCJV?
I\$Y*HX""@T MO^B,W4| #O-<9^ ^6!QS_X|OCE,V';2/H&#?2E74YD"\4K#S2*>"9L4G^)^H*
M^4%?7.Z0A,B4@;R_H50\#)2#^EQIJC=02P,\$% @ 4(!&6C0S)HNJ P MJ|!D
!X;"|W;W)K&ULK5=KC|HX%/TK5K9: MM=)V\H)DAH5(0\$*6U92.RG3|8;5:F6#
:F*GM@.MM#^ ^=I+)| B9S"I?P';N M.=>^|_AQAP?
OO(=0@)\3V+"1|L.B'2@ZSS:H03R&YHB(K|L\$N@D%VVU7G* M\$%SGH"36+<-P|
1BHGG#?.R!>4.:B1@3|_SY(\$LA|3%-/#2#.UIX%/>+L3 M:D#WABGD-\$#8,I:LJE&GM|
<+3."B5+B4C#Y%4N<|,*/'_TO|_M|_%|X8+YX M'" ^>0^_/E,GA<@O=@@
1F#2B|@K8|\$Q#%_!|X 3,#CCF8ET4CBUKCBUP0=*Q(Z#@*S1N@8?
-/O7L*'S7C3:B#0902K,%I/89Q8C8P^ MBFZ ;?X&+/,J@<|+|Q|\ZYF8M-

FFC\S(FF,%VG\|K.Q&VB"_\$H>?RDE E,MMO\F!(L:UEDWDPN;:3Y
_IE+\$3S)H500"SGGM:QN"TO4!QS&0T@9S(B#9XE6,MP)AS)#CP,8|BRC.&P-
_C%1=,GJ7_U.V PDNOWHNZ7P8\A1\$::?("X8CMD>:J
M^HOI&+_7J:9+,K|+LJ!+LEF79&%9"XLL62\$&Z.9YMP"U6SCX MI^7|,VGD?
JUTNB3SNR0+"K)^3J8>3'O/'K|8SUTZ2|LB.Q\$#_U*#_U&/52'
M"DY2B)E|R=4FOB!QCB)BG\$9D>FG1LUS#.#/S+|U,QS4-Y|0LJ&-S|ASW+ WM
MV,) +,|MT|:YG83.J4+GM I=7;R<2P49|HUIGNEHVNCAM7N@2|*@Y0IF73H-
M:YSV#>06NI(IM|J4VYBIJ7PI_E GW1|&&5*"WZ^/F%^?>8ET;V4C52T=2;"
M::/OU^:P2|*@W0)F7?H,+WW:QJW3OSO+H'Y4&"2(;?:CX.(9D043Z)JM"HK
MQWDU=38^,0>^63,>F(-9434^TQ6%\$7%AU!T|PL M65\$ABYR\N9.E-&+*0'f?
4"J>.LI!59Q|/P%02P,\$% @ 4(!&6BB8'6"E M P O +!D !X;"|W;W)K&ULK5=M;L P \$/XK
M5D ()%C>FF0K;:2V2XC45B%|M=V;_3M+09FGH1+XD?KGG MN?/=^>5&6|I^|A0A
7|G&>%C+15B/=1U'JP#)TPZP*H#5! R. .P*8)*&%2 P:DF.17.56#6P'<)L | O J0!%|O?1N
M\$9H "NB/&-T"J0EFVH4\2W0,B*8J\$Q<""9GL<0)/_K|. ?AV>74%)MM#H(=,GTVO/6SO-
3JY,Q0/\$9L,VWP#*L M08M!LV|XQPV1<.,H/#A=N|WFSO\S?OY_VJ-N^"? (CFD_ "(5=;P*
|X+.:8)= MYGZ_I?(KSI@M9,F|MBPMB0;M1.K:&/ (UC-%8D_ <"1^P!?:ZK%Z9K0&^+<)|D
M09|D89|D|S|)HH(#O)D4.?)H(O=G|(.DA@!*(L,P3@MB3NVP;23|HGI4I*Y M!9EZ83SXIF-
8YY8QTA_V,Z%/I>&)2N=|*HUZ(CL(LE,'V>D,>)7QH>F3V5>#>P/,HAJM%SG0|TW
/Y<)2SCGD&PO=V|R:W-H965TDX|:??I3LB'J@Y\$6@WR2B M?7?ZWXC'GRAYLF?
|F|A0*L&/-G\$Q6@CY?;U>"R6&YH2\8IM::^63.>\$JF&
M_XLMIR25>&4)F/D./XX)7\$VFDZ*SV|Y=,)V,HDS>LN!V*4IX3_?T(3M+T9P
M|/C|_I_A^(_/QM/)EMS3!95?MK=48Y*G<.,?8M'URM+D9.KH@F="GS\$\$\$3|>Z"7-
\$GR2\$K'V/047G.W+%Z M_!C|79&|2N:."K)DJ_Q2FXN1N\$(K.B:
|!+YB>W_HL>\$O#S>DB6B^ OV1UMG M!)8|(5EZ=%8*TC@|_ "
<_CH6H.\$"WPP\$='=#_#E!6I#4GDDPGG.T! MSZU5M/R@J\$WAK;*)L_PR+B17W|,*3T|??
_PX_WIU?0UF-W-P=?-Y=O/^ZLWU M6S!;+-Y^7H"78*\$FSFJ74,#6X"J3)+N/|H1H)@25
CR?4TGB1+Q0EE|6<_#|
MV0OP#,09^+QA.T&RE9B,I9*9GVR\|IZ73\$A3@@@9/Q0U6ZTBSP4E78U66XIR^V5-
5LN=^DN(5)=G5G*N(Q_D7R! M,\$D|1/(J\$EZ&\$(9^V)!JL M")PPH.*RD)S;Q
MULS@WD!|G|P2QP_8Y%"FFH MHT%01VU<0W7-
&J(.5AAU+\$1(.QWU,WU.UX<)>GA037*RHBCAWP|HGH| 1E)J ME&T5|K:BU>M0V8>?=R-
N=R=^#L@C#7DT#/*H#6|O' 33D8S/^K82R*->&0/ M| #1(. "C-
KC5YM|OJFI;16'72HDTW%\$ _W" |9IR=V MXOT1GCR/SX%NI-&-
SHIN9!7=MJ+5:Z'1C8:A&QF@#"OWMT?Q)ZSJHC2ZD3UT M(Q.3#4I/F=4?
3VITXT'HOFTH-JG=:U)7HZF-3^S\$R3:6)(E_J<0MI9|PHV(M|@_SU"EL*UH|:8UH?
%9\$8ZN(MA6M7HO*X_*|S|O;|,48-@E|RJHN2@:VP,T M-H#7I/2465VJQC,>A&?
5&/59Q;"M:/4N-8WQ6 M'&.K.+85K5X+C6,|#,>X#5J(G:;S|5-
6=5\$:Q|@>CK&|L|H07,9EW;5E?C MV|V\$XZ-7|3U@T+SG-QF%?D/1N/+6._)P0?"| ^-
_@(2NE9?S*E I<:;,- MLFWQ(OR.2Q !D !X;"|W;W)K&ULM9AM
M<|HX\$,>_BL;7Z;0SU_B9AQ0|_IAMF:%)IJ37%YU|H=@+:&I+5)(A=Y_^-)MQ
M,#A,>G7>@ "7_JR?MKKQX&>T9_R\$V !+=9RD58V,CY2;2-\$6|@0R+"|8%JNZL
M&,^P5\$.^L66 TX*HRPU'LC,1EN\AB7(K|L;KD9F34E(!E001A&'U=B8V)>1;6F#00\$7
M@;TXN\$;:E3O&?NC!/:D;EMX1H!+C<#J:PDUM>'C|0/10 M.*^?
OA&7M31:@.D_,0HJES%AA"?(%<^T_D6(|7LI_9|W=-G=^;_7H?Z_>"(9;
MGQFWX+EA#X02B2\6Z@G/\$%S*C%=DSMU0B9"@!3H^T+IT5Q")OYN2WT)HKA
MNC!>BBV.86RHRB> | (7O|A|ZSW;7'O\$A9V"8LZ@C4RY-49|L|1@!:#JAY< M'/_,"5?
9(H_9PD6VVA)4LGL%6_0| +;Z5OJX.T.(I^B|CS/;ZK"4Y4|<*UA
M4Q6=JCS7=P>UJA\$OPZ"?S8(R:D=G|+69+'4OVL|8#FT;Q6="O'LDN86&7
ML*@C6";O3H;O9H_X)%HV3|A^7 &@Z.:D:+ M:&CUCTK&JA"l
MA(5=PJ*.8(T|.#.L|#%^R5 R|S%"7L+!+6-01K)\$AVWIL&ZP7+!85O/RH+;6
M.RH7;3+G|+V@Z@5.9:XWZ#M');--UA|8_E'1, ^;J0SXNNAB!8I93F7YCES/
MUIWRI.@/C^:G|N7;ID/=6==-&^/^+(M_XSYFE"!4EBH;R+QJIOO.QTRX%D-MVZ*5NV-
2-8;%Y09P EP+U/T58_)AH!>H_V|(_@-02P,\$% @ 4(!&6JE4 MJJ(<P YPD !D
!X;"|W;W)K&ULK99M;|HP M%(7_RE563:U\$FY"0 !U\$HJ7MD.B+2KMJFO;!D NQFMC,-
J7=KY^=T(Q"FDYH M7R".?8Z?>Y+8|BRY>)0QHH+G-&&R:|5*S8|M6TYB3(D)XG-DNF?
*14J4;HJ9 M+>
<"292)TL1V'2>P4T*9%7;R>S2N!EA>9D65E|HDC8\$7P)PHS6;N8BRR93ZVHH,T|Q
MI(3NI5JGPHOKZ_|#8#B\$WE4?!E=WO:N+PC/NSO'< >4_9W,5|C MPB+9L94F-

/DQ7E24I0D/9Q\D1>/4:N(!:*)&?5LLOB7A/;NN\BM#<(COW M/>\3NGC"H\'.H7.
((!4X3-Z%A'U),2E:S!%:I::3@U.*=R0A+XCD3)=\$I M4O4"/WICJ81^HW^619.S-
_I9S%="^+=D@EU+?!\82Q1-.X>=/!<#Y4A;4?S)H
M\$YM7Q.95N86Y79#9F>7H*:Rf@7F"3^LE M54ZZ8TF-HJ3&1R4%9>2YRE\C;P1^4-
!@K_3>D=POR/V/R)MEY/XVN1>TVAOD ME=X|D@<=>? 1>:N;/-@F=YI>8S/S2N|=
MR5L%>:N2_"Y&?4:8*A1E_*TM_K;O!)O)5\ZP(W^|X&/7\NL5N0R|O;7 N\$TG
M^S#>D&\AYQ6X/H0#F3O;8-FR.0WG9FE\$E(<*f%SE%3)R3R8T7>4'R>|7@:
M37)TE.D)9X@&7HI^+Y.,BR8OI(E"GK92U4P0T=U\6ID*7.JOHI&L3,X%WBO055\$PI3K%:
|7L|7:SY(3/VPH|&)3O@ M!LU#>: HY+-1G^W!*ME)^60/<3KV DL(MY9 ME9NU/-YAH
<13&2NW1>.C6W@05)I(XO&F1@47-0K>VGR<.9.)<=PL8A=+SK
M0(HEG!D6C90\@K+6A&8W3JKS)G).?F9:+Y8QX^3;?RX@'BUV:X?
MEH05=@.3U1SN%O/;>'4+DQD|Q|MXL8/L&)*.9M(^#!'PWB N/XY|0T0LG)|T M0:=UT/"
H-|@*87)-"Q\$BNG_CX):%6\$)Q73L!-PCLD5|'N?(-S"00=>O\U*
MW^'UW\13_+F6&0MM5\$5E:#0PD<=(I@EK-1!!Y>#VO:|T25+<.Q1?VE4S^A%
H_UKH/O'9(&K:1!%WJT9((YXB5I MDRG(/62-%&IM3)@VF
(M&>RI4|6|!>H^|?)!E|H#&@2FZ*05(?;6G/A?/E!
M4*DJA2*AA=%P2WDVM%T+AZJ%#YK"5.>S\$FA&0S3_UB*D4-Z^-WDNLNI\$Z6?EG
M'5>@.KBYHB&1E3!U\|6W|>B:U!W|S|R>>TNFZ"|HR'%/KL'5%Z*EZE2'XPL M7?
_NI%IX+89C5|4UH#>|U*:T|\$&: =Z|!=02P,\$% @ 4(!&6HN;#L:/ M P-X!D
!X;|W;W)K&ULM5==,YM(%/TK M5|2J6JD:P#AVDMI(CNTV2*T;Q4|V8=6""5S;J;"X,X.==?
=|PB!&*TZ|S8 M#-QSYMRO^1CLN/@IUX@*N(HD4-
CK=3FPC2EO\;8R1.^P82^++F(F:*A6)ER M(Y %&2B.S(YE|XD1WPT-VWA\<1.N MUDJ_-
W!AJUPCNIV@.#ET!C9%V.|JP&9Q5V(.UEY!NW*M/)><_I<
+AH:E%6&\$OM(4C/ZV.,8HTDRDXU=!:I1S:F#U^9'!<^8\7//)(YY M|'<8J/70.#,@P"5+
(W7#=#U=8.'2J^7P>R>P7=H6M98"?2L7C DP*XC#)_IE# M\$8@*@!QM!G0*0.>E*
)FCN;+,K0E3S!T(O@.AK8E-/V2QR=#D39CH-,Z5-MH*|AX90|F=YX=Z.%=S<%;S9?W-
Q^F|X621V' % 9PR2*6^CSK'3?3U"Q,)(?:\$)*UHZ) 'R>*\$%)E_3N=CZ!
M|V|_P%L(\$UBL>2H9CDP%05\$NV7ZA?.7N?.=0|ZC?P*. 1\$Z5J?;|^WP|AQ
M<0AN4AK*7'3*7'0R/N>@G,=8R8^5.,(-7|D0/(6Q_-D9,|;6;5Z|"%W#? MAP8UND2Q1<-
H|;N69^:7#X262T 3AD-IXW=O1:X86\$ TP=:I23F!75=K5'
M.!6"*@=&4J)J3'5.W*U=:V!N:VZMF|AVZ5)37"W%-QM%3SR?9%BH;%) M5
X_K4SIZ%*IR=JWZ7>;99V6LDY;954*B1H0AJLD:S(FX0J#59BLJKUXT:2|
ME?|W2^I(9+50|,10|%ZEIWK'#,"1R&H:Z)|V6|/M3|+SE|RT.M?QY?*C|SUK^_
4MOV|SJ.5MZVDC MMU|<|)3T_IGX|9A;N\$?
BZT>DLK9QGZ5YBIHCO6\$(|'5@_!Tj+!;M^P7+0 % M15LGM9K4I3UM|_8K|O<%=ZOF-
I.ZYJ<=W_|#+;_MOU\$6DUR76;E2*_O4W36
MI/Z5\$.&2,-9)GYP2^14E'RB^R4|Y|US1G2%
|7-.U#H4VH.|+SM7C0%\&ULM5EM;Z,X\$/XK%K"RS9W|H0\$S|XSGF>'!=@=;0E|8
_#1:QPE;&@\$ MG*N39-Y<28G9\$5).+)|@M 8F;P|08#=#Q>SH:
MD#6/P@3N*6+K.;TGRN(R'9HV,9N8:8N RX'S-%@A91R*6_D7;W-
8RD+=FG,2YLYA!"";9+W|-B3AP\$#AJAU;NT*HZ=-YP:;<. M|?=&Z.0.G?
=&Z.8.:>IFEGM*G(Y'@THV2|JK06:O\$C93|T%7V\$B&V7.J7@: M"C|^#Q|F+IS=(KF
MHE/|=02(+)"
|6(ARRRM1,U&1!+FO7H"3)5)7V5)M|Y(NHUNQ+P"AMS\$!U_A|S3|7S3XFZ(
M115:NRI=8=C-.UT"7.OJ|K(7OHY!MAHA?^_":YE5|BF4_9M1M; W|R27+9J BO5H5?
4H??AHM#362:=8(Y.,%<36*E,YT69SO6) M0@;5;1"%ND5-%!KG.EY' MF(L|R4>8<-
+06A>*^74J9-1MVA<5+A0PW8J-6|'|1(5M|5?EUG&?'?1=
MKH|!4R_(.DZNF'W8B)W>2DJAR/_SCE(?0 M52R=:Y6-%
<76KE8K7VQ6A^ILSGZ3X1685576A5476H55F|JK;W?8|F->P_|M:IO'.ISB>960NHE=I4-
A8E?)J-N|1<5^V,W;V146CO'\$;#T5"+&|5XF"R5-MB3(L M?9R>(<?)
&K^S+B:T8=^39>W|NX?/#NYO,%V&"4,1+\$0HZ^Q<5)IF9^'9#2>K M|+#WF7!.X00R
_P#E0;B^8(0OKN1 8K_2(Q^%|+ P04"!0@9:81>|M@C<.!\$I&0
'AL+W=O"_TN7=VIJMRf#K"F3_54#?,@6;% "0S#UOI(-PV;"+CB1#LC4_?B4AW&XC
MMZUPF(?\$!NF3')|1VWULZ>0QR|6|TJ5Y/L|28O3P7U9+MX/A|7D7LVCXB!;
MJ+3ZS2S+YU%9W#-W1*!S.HS@=C\$^:GWW*QR?9LDSB5'W* M2;&67Q>|NC=<*=_
XKM(B MSE*2JIGIX,QY+|.P7J%9XH|8/19KMTG|4&ZS|&M|Y/T=#"JT@E:E+61%3|M|:
N5)+44K4?WUITL-IFO>+Z|6>=-P^>C"W4:\$NLN3/>%K>GPZ.!F2J9M\$R
M*:^S1ZG:Q34WB1+BN9AM@N.QJ0R;

(HLWF|2UTM76GVC"42S=044QFF=W9LRKWX;5^N5X\N/_Q*_M?
F;75X2R||_D%ZK**\$Z*?YX,RTJOEOE.6HD-2>X6R2-765K>%X2E4S7M6%_8
MUS^VK#^L'M7JH;G/#^W.N",W(%|N*/GE|UV/Z|+.?)R4%>,W
MC&|A|)VYBGX0Q|N|, +OR^S(Y(.YAPS@6AML9JB8'Q'-V|HW,')_QNMFC!X
MJVQ|C>MM=6|+|B\$MRGQ9'6U+|N+;:@'RH53SXC|=>WG^|G=6CV(O"|6T42=
M#JH1HE#Y@QJ,__\$W)QS|UA4D)\$:1&\$-B'(D))"9|F)\$|?Y4|WZ:/+|B(-7(
MK+Z7<7JWC(O)H#9K!|6;|NN|(%F|OME#8A2),23&D9AXPL(&JU_P/8P=Q_-'
MH|')\&\$|5B^7TTL860E660FL6;E1:9SEY\$9-EKF:DFOUD"4/56K(174W+@F/
M)G\$2ES_(7Z0Y?E4A>OI-5XRLF^H;(R1&D1A#8AR)"20F09@1RW 5RQ Z>(;(
MY"\$QBL08\$N-(3" Q"<*,Y!VNDG=H/2 VR2M5/N^*F775OC&S|T=?J@H+|HB
MA=P+|K-|P9%|(9"8!&%&?(Y6|3FR_H.UP^:L'3:|0F0%^H;HZ,4+@G#4_F>^M=**#
(S;*7FSWJWBQ';E8@,0G"C)@EF511NFT?N>W3*2\$K6'9HQ<'2/7_K(GF|CLCDTS90B"Y5/
MJM01G>K,C=7JG1ND1J\$:@VJ|U1QW??KG8#1R@LW8(#:HZS/A8>N,'F0 B=+H=J'*H)
MJ"91FADS/6?NV"?-KZ+O|7PY)XEZ4'F5)Y)'99QUI@HZ6|YJZR,_,?
M4: @>YG8<>:|3X:UF"E&|R|./-|);JC&H9J:A*EF>'3,|V.=3IS_"6- MYEE>QO^KPE6_IR-
Q42RC=**JJ|5EY|2-7>R=+NA|U1C4(VWVOK+::_KS:S8
M=T&)VC|S.WJNVK%/S_YT>U?|X%/^-?%OB|4=4@K2/7VCWPL|ZOW?A?+/*^/
M<6=%H;8D\$#H3#M4H5&-0C4,U=4D2C.SK"?G2-HY>=Y|&A&H5J#*IQJ":@
MFD1I9@3UI+QCGY7_F:\$8.DD/U2A48U"-QU|1.=(O-|R\$K5WYF<|H32|Y^F M?|U
_#3F;A|K|9ON&S&H1J\$:@VH*83V|E"-037>:D:E|W<-MOLN*%|'9V9'
M5P*NO1)XS6C;SO-VY@M:%T U"M485.-034 UB=+,I.I6P?6Q RVT6X|J%*HQ
MJ,:AFH|J\$J69\$=3EAFLO-RYW%EIVH'?HH!_+6D;LM91\$ M|9D9\$EU"N/82HM?G-
^Q6|H Q ZP>HQJ:;|47G|_P-A,#_3-|2C.3I2L*|^TJ
MBN=,_B_"LUS%=RFY6=X6|32.|EAUOT6 |A)0C4(U!M4X5!-03:(T,|"ZEW"Q MO80+
|26@&H5J#*IQJ":@FD1I9@1U+^';>XD_LOK#WZ0HL|E7LDC4M'HUE|3S
M^N.YU:\$U2G_4?S?'Q^+Y^-CY@5W|9GI'|CK4RGAYL=2H!ME4(U#-0'5)\$HS
M3UZ@&PWO|1J-JSC=-L=BWVK?"\$(U"M485.-034 UB=+,I.HRP|.6&1ZTS(|J
M%*HQJ,:AFH|J\$J69\$=1EAF6O2:8|%;O?."/1|0|H1 V#,">=US+"^^ (P/=K\$1I9K1TS>!9
MYI?|?|6+MYB._|DP@M(J:A2J:C&H9J:A*EF3'558078%^I08L)J\$:A&H-J
M'*H)J"91FAE!771X|J+C0UJJRBWK5VJ*Q/47ZR>J_HK|C*C93#7G,FU^UYE'
M:/A::D#G(T)%A6&53C4\$U -8G2S*3IXL-|N^*C'I.KOSZK?|YT^S*+TL|"
MP|X3O2,)+3R@&H-J'*H)J"91FAE<77AXV,+#@Q8>4(U"-0;5.%034\$VB-#."
MNO#P|(7'ZT9I;L!U2A48U"->YU|SN;+\$0'=J\$1IYHER=/K3|;|T!U2A48U"-0S4!U21*;R.H
MZP_?7G^|;KBVV|WS"&U&H|J#;KS5-H=K=V.XAFY4HC0S;+I'|=_NBQ_;A^OM
MGU:P|T|O;\$);&*C&H|J':@*J291F1GCMV@P^=KB&UC!0C4(U!M4X5!-03:(T
M,X*ZAO'MWPAYW7-|62@&H5J#*IQO_,<7B_>74,W*E&:&31=MOCVLN4UP_5Y
M5"AR70=T_?;6>7#|GO2.)?0|*5"-034.U014DRC-3*|N;KR;QNI\$:VLM
-0K5&%3CK6;.U)O#-+1M06EFRG3; MXMO;EC<:IG?,A\$-
;&JA&H1J#;ARJ":@F49IY)3M=Y@0CZ(=0,L8J\$:A&H-J M'*H)J"91FAE!7<8\$|LMIO&K
MMN|PAM9J:@VJ|U7:JM89N5*(T.VBZ<@GL ME?!M|H6WLY;>QU|_&7H;>P7NMZAO
EW?|-B+ M<?0#@;J4:C&H|J':@*J291F1E!W,(|2S1|72>W-79?)?"OK7>F8*6*E"-
M0S4!U21*;S.E2Y7 7JISJW\$C7|;F1FL|?%^3S M8|;SY|SVW>D=/6@Y M485.-034
UB=+, ".L.)72A8VX(K3^@&H5J#*IQJ":@
MFD1I9@1U_1':O|'R^|1Q=J|WZ*^"!U1C4(VWVHZ3|^UE\$3MF1D275"\$|H+B M;8;:
|36O?7=Z1P|::4 U!M4X5!-03:(T,|^*Z_0BQ9_X*H6T&5*-0C4\$U#M4\$ M5),HS8R@;C-
_"^Y=1|AAJH?T%5*-0C4\$UWFH|SM&ZUU(2M6=/(1D6|TJ5-"JC M|.O7|AYH9GRRJ
M.%U%^5V<%B11LXH<'1Q6*<_CN_05G3);5(|Z0&ZSLLSFS7SG7H#CUG^M=GM|?
|!4\$L#!|0 (%" 1EJO'-^D& 0 % 9 9 M>&PO=V|R:W-H965TC/R ?R M0#FGVG3RU@-
)XT2|4|6?_,@@U<0BC|!5,#2?'>+>0P2*6@KPA<4;NXR11M6)@ M2A6>|L0,RU!NBU"
<(Z&XY)YEC'|?I^B|Y4PU*-C?,Z-K=.*|]"# M(*X|GOB6\$Z',T|O;-NZ:X_@>&0+I.V">
|H|7SKNGO.)=MH3EGX|IM6"" MTS'=9DQM-UJ8KHMYMW.\$^X=-
@K|4|QMB1C)B2A642F M14?D|H5>W(G(17--G=P;0;\$^9APGQ.6(
\$|HG=K>SNMMZ|=;O#%>5+;\$P) M!::?8_13T/(NN@-S.=|O_|QNX?-O):XSG7!TQ8@
2K^="K?.BU^O"P2>? M"5M4^4806>9NB,B_6GHMA5|H DU7P+K|D)G:<
P|Q_0Q80\$2K;A9>7A97LF M=(M,.\$EHUF13J_I5GU<_,Q5>8=J-"?,P83XF+\$""
MU>SN5W;W<5)AOR\$5N@>H(0V7FLXY|J "0N08#4;:&OWIFN=G00A90VASH22
MD3F1H';B*VJ./2@NP:'5CH8P|),3I/(M8!Q"*F2C;ZVD MLWW#I'FH-
!^5%F#1Z@X|X>=GYDR2SJ6ZY@T#Y7FH|("+%K=|=T.D-V^!51W M71O.

((Q5L7&WU'W25"17DEK9[*][?JB|Y>->ON)H=XD:.3L7HZ+ MH3?W-HA34 \>BM?
J'':9++8*ZYJ|1%-_DFN;EK7GQKN%?/+W\$F2 (+);4N M+E76XL7V?5&0;)UO-|^9E"S-#U=
(^"Z@3J_8\$R^%G0'U4>4T0|02P,\$% M @ 4(!&6C;BLAPF!0 >"8 !D
!X;:"|W;W)K&ULM9K|;^(V&,%8N=ICMI;6+S4N@ J9#QOW: MBD4TN>1K%JM?
EEQ\$5*I+|6 E:|&HGP5%H45LNV=%-(A;XV%V;R;&0|Z181"S
MF4#))HJH>))JPD&|'+=QZOC\$/E8RO6&-AVOZP!9,WJUG0EU9)<4/(A8G 8^1
M8,M1ZP9?NZ2;F0MO@1LF^Q|1^E0|CG_FEY|D9M\$|J@ (5CV(@CC_I-|+(78"%*
<^@!0!9#^@|T) NPAH
M'YNA4P1TCLW0+0*RH5OYV#/#A'"KI>"CX%HFTM:*E7S+ULVBE5Q"G"V4AA?HU
M4"%R/'<7M_.|Z>W=-.O'|#TX|W|@|M %VBA5J2_"1GB2S1GB10;3VY\$#\$#@
M7P)Z'X2!?\$)O'29I\$";O5/N|A8/>OGF'WJ_@1K:\$;?29QW*5(#?
VF5|3|YCC|X9X2VE3"D2>!9H0(!AWB5JXY|0L4FG
MIC_3X|/;=.V75HNV\$M05\$X|_37G88C4<|NEPO^|
M;LYS:J>>FNZ%U|F:>FS44IM=QFR-? P!|^R?ZP2'A#F0,!<(IDU-IYR:CHF^ M-
S7>BHH'EB#)D7JG")INRK5/8P|M9=#TI?(X'J0KY7%7|,VMM|".6R!!_U!
M5V_EFCC:F+OEF+O&?A6LPNI7EOHE@FU-V;C1!;6LV4@:T=KQ#5=AY P!Q+F M
L&T.>F5<|H(RQ;1@YP:2)@#"7.!8-K47)53RO1B MF1A13><#\$N;DL
|+VY\$+E\$X3N5^*W#_/'FR\$-I4;\$N;T#^1.|;|GN1 *37) M!Z7D
Z/D_ JDK\$O|CF^;,*HK),P9'.AZ@0<=@O>\$!L7#&!
MJ/^|>X6.W956OL^B>B9QNVIX+YNZX M.KV|@4W-
B1M+>41%*RJEKB6IM"2G5X3H7_0|1N_)%WT93&K5=5(|R2(6D.
M*,V%HNGS5/E(?!XCB4&=)"C-:6Y4#1|@BHWB-
J1U'"?4IS|*3/*P=S^\$U<64VL=EMGE8|UEBZ
MJ_Y^|0AJ(H|)Z4*EU+6L7"0VVA7:|=V7CO.E.2ULH)Z35": TISH6CZ/V0J
M4TKLLQ2/!-2G@M(<4)H+1=,GJ'*TY&A'^WKQ:&8UGA50RTL.+>|^|0B54)>Z
M,K\$S;A/+|H-U;B@OK=@K8K.AGLUS90*779*_|*C/;+6#J:0QMK"^I1"YIQ
M09_#>)+*>!*S|3RJ:C0S&DL;CC)ZX83*J\$N<64XB=EPGE0T%LR>Z:F84J0QS>QS(|)E'?
+8U(WV>&@O?L3?#W%-?<= M?.WFAZ
J?'XF2|T|X(X02%;JE3VY94:F,B|>47DJ^S95|7C/L MI W4|TO.Y?-%FJ|;#;^#U!+ P04"
!0@\$9:7_JXSE4# #=\$ &0 M 'AL+W=OBJTM=P+P.@%%U/8?Q-
R.U|H@&6!R_LG|+Q&LQ*RQARNDOLE;AV!H8: T;'/U MP_?(1.4)!AP*I-?
=\$C7|OL6"F*I>)2!=0818>D5/V=&% !NYP3 RP#>6P'M M#-!A*:9);)F6&%_)|@!";-
:LYE!XDV"UFH(|NX5\$(_)1JG_+N;R?)FB;Z@ M>RP\$-I:BRQDH3*C|I.|^+F?
H|N(3ND"\$H3FA5%LO1|;2D0W>#K(HUVD4|T24
M&00MU'8_(A_Q.A7P:3UCL4IN*WUYJ*|7+27|+5A-WKZIH\$ 8^9(FR+%H(S M/0Y EZ>2B
LT#3';@M%<6D980'84T.||38AN%43R3Y49:?.1.=73S8E|)'0Y@
M;:DW3X+8@^5_.#VG*|5UC1\$5C*JG1O5KF/W)U+J+XD 141B#N(K2K;8O(!5
MNE.R84)FOA|H|WVNY(WM?E%.UIVO*679R;/LU&;Y0X4@S\$Z)&-HCN 5H401
MD&@:"Z'3KLJUEO+D|5<2W:N|H3, M=0IE|Q1>C9*>?JZG_X:RO^C*;;RSD*O
MY;YKX6;AFS*K(;:R6<<>S:WM;/P';*<08P %W:5ST EA4"OP?
MK95|H*W<^N9JCH/5GTM|NR-;(BMK/8G:F=|ZWZ1ENYIMC*9AV;:;>V!3JC
MZNMY^DG55R&G|*|Y+CZ(HK M?;A-AB'@-0BS0#_?<*Y>)^:\$F_^CX?|4\$#L#!0 (-%"
1EK/XS-B.0, M /D* 9 >&PO=V|R:W-H965TPQ1K_D3-W5)_0DJ>I1C=4L#*/(?
T|Q7*R':JF=INXBY=)UO.Z/ZD M@&NT0/RAN*5BI# M:H8,"&4HXE(!BK|
FJ,LDT(BC%^UIM9L*8G|SSOUSRIWD|Z_#V2)<@ NP\$" WS|X"5Q).OX2|H:L
M@!&::N)28XAND.:?V<.C4|HKZE6/"68N\$;B1W4P6GJX!Q3K^H (OD2EN*< M4Y 10+
|@B.-&|JH|H55Z%?*C\$Y4=DXUO>T)KHFWWG|NR#;L-Q#4-%C48C M|Q 4=D&>:=H-
Z,"!0>/ X'4.L(10?KH%E?I@/SO;;3G0Q3A&RZ6@B_\$|NY5_ M%V:CM&?_|#)?W@T_T=
(4|@45W5VQ AQ!;_R9_R|H1INVYM|W_(0KE/A&TKL95QZ8KJT*K1J@:<=%*J36!
(N^A+UF(C>%%\$)\$LKO0AN(#=H MNEW_#U!+ P04 " !0@\$9:G1|F_20# !O"0 &0
'AL+W=O.G%KMRJ=R;4 M7."M MU4%5/W5UC*|=0+O=W")|XNC%WPTTG-UKA
|Z6^533S>Y:<5R@TEP(4 MKJ;>97@Q'IO|;L_-'+=Z;PPVDJ64/^SD0S|U
NL0EI@9R|HM<\$9EJ4E(C=^ M=IQ>;|("H<|H|AL7.|6R9!IGLOS*Y+AB36D^R>UH.
(96;Y,EMH| M8=OM#3S(&FUDU8')@XJ+|LWN.AWV %%R A!U@.@ \$)X"Q:T@/K0P.@%
(.D#B ME&E#<3K,F6'I1,DM*+N;V.S B>G0%#X7|M@71M%73CB3_GM|N;A>P!DL**R
MID20*U@T=5TB':YA)7SU_!<^ " M/A>RT4SD>N(|L|;|/.EZO6E^B\$+V_AHO2FT'
M'P\$A^&?V3JE/5'T<3|4<6.+SYU5\$CYK>;Y5(; M1?_+|V,*MQ3)<0L;0RYTS3*<>E0D-
*H->NF+9^\$X>'=,GK|)-O|+9(^D2WKI MDB'VU%6S,|DZ:S0"TOJ-

!KFD!!8VZ3%NZQ@8HU "0Z"BA65546)+M906M6A MY&S)2VXX'LWKUOK86;>%=I-
&P9M@XF VU?S_IC >1X|WS0?C^\$.51KU*HT&5 MOKHB28JP#45/:BBTC>-!!8.JLG+=
(U.:?OP#E8Y*,VPRZ;C"\$*KVWP|A9_?'
MDG&0Z*G)..S5J/JWCD5C:Q7>D#C<: Q^&D:YUQGLA\$&2\$G|34U;\$V&TETK!
M>9#\$!PDWZ,E3%3MA|R%-6SG|O594H5JHEJH!A=@6|GZUOS5&ULA95=;YLP%
(;_BL6JJ976|A\$"\$I\$N0VJ;5)K53 MU+3;Q;0+!TZ"56,SVR3MOY-E&6+D|JR
#3|O|Q|/#.1YON'B1!8!"KR5E=;%HD)<|)Q|VPFTC&O M%24,9@+)NBRQ>+L&RC<3QW?
>'SR25:'.S<=5W@%^;IN/05|/\$TANT #_Q,*O"!\$S_.LCTY^U?&U6GVN09|KD&C
M.JB7:VOTY|5"*J%_AU|V:ZU\$;) MX."0>JKS':)3 :;:"%LA50@
5*F"GEE,|O*18VGY.|4:|O\$P_L^~N|7,MS<'X@,6*,*D92QWG7<0Z'=&>-
>U\$|:KH|PNN|&G1#_M|/H,P"_3D)>?J?6*.MC/|/\$3_|4\$|L#!!0 (-%"1EIX/F'WO-0 *PA-9
>&PO=V|JR:W-H M965T&91PN/'-5F87S,EHAS=D2>3GW2-7
M9V9%"6E,\$D%9@CA9CXT|Z|:W>IE!_L0?
E.S%R3*%NK)B|\$MVB4!IU+#+JE0??,H:60:|TZ%WJH5|:|U&)0&@SQ8Q>CFH7&PQ),1
M9WO\$|LZ<5+3O(XYM;JXC0))/B4G)UERH|.9D|S.?WSW-W|;Q\$=PL'S1X6S_<+ MWUW,
|MT^N@0B6DD|J\$/B"9H3J-(Z4>,3*E<9P S*-U,"S?V&VXL-&>)W KD M)B\$)&^P|O?W-
>_,'^_YM#"U534K534U=\$GBS1>\$8|8^N1504I35&8J M^E?_DVUI&NE PES(&%N
>OEL&Q^|/#*Q1^;+J1X@W?E L)H>>I4>>A?JH:.)WI@E(=SX0K*:.)M?
J6)OE833R1,B|FWFD<%AS(C443QBD9%IL@JD-(CM":D,9)EM;'M;J A#F0 M,!<2YD'"
)V\$ M.9 P%Q+F0<)|(%A-(-*(/O,TD=0JH(\$N9-PEQ(F<)|X%@-17=5"JZT:~9 M,KL@P=+-
MG'2|VF#>ML\$ _UC*O??|!53E":TKS0&D^%*VNE.-2|I7|M3M4\$=-T3E.:
TEQ0F@=*|Z%H=34=%THM_4KI!=6DUY#9A^?%Y(*"'U3K@XJ M),UKZ(#5LNH=|*%
<%K\$R3|X9QX1O|NT @4L363Q%;2Z6FTYN,L_M)|=GUJW M;K%QX(@HC',,=_01*"
(K!6RW1JH#O:B:T!Q(MDN_S*|8E*R.#_<\$AP2GCV@ M|J|9DX>3S\$&U06/R'U!+ P04 "
!0@\$9:==>UO>("X!P &0 'AL M+W=OVLE8Z9I:G>^";1R%:94"S|9KW>|6/&I1<,
MLK6Y#&8J M8)+G&LP:1PS_3I"H79#K^'M%Q|X)K)NP0|&="O@ NUC,M>M>-JU?
G<|.?.X,P=C<)|XLE7IRD^EJZ-4=\$ H,K=/ Z+?% M&Q3"*2*,YT*G5YIT@H?CO?;;S'?R9/"?(
SX!+NN1 43C/P+9EW2ORP,#7*335/F+J\$>R5M9& B M5|CZ6|XG|)*JN64;J=ZM M
6HVU:P7(-"06Q&3Q|!SBNX!>N,X>+<\$|U:"/TKNL!>663P:K\$KQ_|S|J7@G7 M>|,T|;T!>
|HD|U<&=I;&2|2@UF7=&DB8MCSD"?4?N7\$|1R19YHK2K|6I|;|
MM(#:ELM3ILV%\$3RMJ=X#VUTK9_<09*!_KX#=#02P,\$ M% @ 4(!&6N!AK;0|P E@H !D
!X;|JW;W)K&ULK59=C|LV\$/PKA!H4"="4;-Z#&-QLN*JIP*+;V; 30HB55I>TY3F17E-
56,FGG5B*9|+TJ60TK0>2^ MJJCX:PXE/TPMUSI./+ #M3ND).YDT=
MK4%^:E<"1/:@4K():EX3 9NI-7/O MLECC6|"O# |RY)EH)X^JF\$|2|_8X7:3:U;BQ2PH?
M2/?##3|#!";5>SDO9_D)#CW4L MDN^EXE5/Q@PJ5G?_J%M?AQ,"ZI@)7D_PQH3@L'O"?
Y+(P0|7AIA+ GM;-M
MSGM;N)0JFDP\$/Q"AT:BF'|KJMVRL%ZOU/EDK@6|9|E2RRI;K^U^69)XMLX_W
MG|GJY|ER3=Z3-6|8E|"X1NRQ.VZ L%XP7)|Z/;(@DLER=L4%&6E?(>4+^N4
MO'WSCPKPAK":?=WPO:5W(B:TP31W,SON4YEYU*WH64?/*)UVHG25874:|CXZ77^
MARM&|LSU,@|UFCN715,(-|A0OL#|1PO,.2S>#G=-|GY?|&S_QS|63|8|!%|:
)X4BK%&Y4!R_"A-2|"OHY:M M;XZG)(@F|M-I8<|AH?<0T!_)9.
<8SXE'5NV3B|8"L6T|'(G9|VO5':#|!\$
MS=K>830_ =^|6KF\$^Q::KZY'^E>|ZMD|4;%DM20D;#.7HAL63(=H9>|
M2"29|SM*_O/O?.'YAK)"A\$BT(|TR?C%*)B?38>|V5\$4LO/Z)ID|L'RE(L MY"E;C?
F:\$1R61FDR-C3-'J)YFF+V?\$42NKD8 MZ:.7"S?Q*A+%A?'L?(U79\$'\$W?J:R;-
Q0PGCE&0|AEBY.%B=*F?|?JT,"A' M?(O)AN|N
MA0O=+V|>WLP|YF1.D|_B4\$07H|,1"LD#SA-Q0S>?2'U#5L%;TH27O|&F&NM,
M1FB9;BF-BP6>G3.Z0:P8+6G%0:EO:2T5B;B M%!>"R4|C:2=FMS?
>Y>+NYF^TN/TZ_P.J=XG <<(-H_-0W<)%|H|H0.|0G*';MB.8<9R\$ _POIMC
>+VL75Y4+XX"+*?I",Q%QY&4A"7OL7;6|;AT#>&J XR@ M8_G FJ=FO#RU*T-
)=,GR!)GZ1V1HQJ1G00/7FYM|J#^3GO'MJR^8*T4+0Y2/ZYTH@#X+DO)_^T*WHD_ZZ44:
KO"07(|G0<|*>R&CVZR^Z MK?W>ISHDS(6\$>9 P'Q(6,%;P3-
I@F>BHL^X20G1=#P"\$NZ3*WKG"TCF=GZ
M5IFK"F:7L"+%AT,R|!D%#_M!D%WE*7)G_8H5SFQH>I"PGQ(6 \$:ZEK->I:
M2G50"!8XSA\$|GLA\$OB'+.!%-%\$DC+,5 M>B|+YR|Y?.B+G0IN|>0*>^J<3J=
|*.5GV&2B&|9>3E%.=:C>D# ?\$A8 P5IZ
MGS9ZGRKUGE,N9)F0X"*K"+JO=Y_&IYUZ0#=#/I^N!><^HJ=&I&I23&ZHP),R' MA 5
L);"TT;AZ?\$W&MTTE2"Z9G3% M),R'A 5-L%;8Z-

JVD:~!1U1XX'B!Y3F@M(4)H/2@N@:~T@VNG&Z>K5IPP5 MG(N(LOB_~L=LOY6B/OE
L3+03N7U!42=:S:4/L>'&&0-!>4YH'2?%!:4-V
MJSFC!~#L9/MV!~C;Z#%>4XWNM#%0F+.B#A61C!+"8AH>#1*EB~%!:8G1N5C>T
MJ6Z9>Y4-J%NOQVWG&=?0OH-H&AM_;>14%W9+1O:SU+3!DMM=DI8T(0!)2RH
M4Z_~J3V=Z%V907N64+2VS-NNI:YN6QXN48O>_(&^_)4:.EAM2)H+2O-:3XH
M+8"BM4-GVQ+5K;UXR1-^6U'S!9CJ^K^J9?IS16JW(ZJ;MF%H>RW1N7HN@_7O<3MU
M;~?0VVXJ4+<^*"V HK7EWS90=74'=6B-VFV,&I:9:9^JG0!6N>MTHG=*60_4
MJ0!*"Z!H:96W353!2!>U7OV+S7#EJTW1O7RYFS?^V/LH2YFIF:8AK/_KQ'U M/
8+_UJ_~JA?'Y060-\$J!<<[F~M2PE;EOD&.EC3/1+5CJKG:[\$V~+'?D[5V_~
MTL_FU0!#+~:~V/@%LU6<<920!XG43API *OV\$%8G@J!++6SW5 B:EH<1P;+, M*;
(SQ~H%2!GA8-F)^?L?U!+ P04 " !0@\$9:688FYT\$\$ "@\$@ &0 M 'AL+W=OVF-
%,))B@!P9XEJ:0_7N+~\$GJ8&[9Q!~C\$FZU0'>9BMH;M\$+B M:?? 9,NL6&*
<(L(Q)8"A!~RXL:>A!2B#'/~\$=HP.O/0/ERC.E+ZKQ)9X;EIH1 M2E D% 64?WNT1\$FBF.0!?
I:D1C6F,JP_~JG_SIV7SCQ#CI8T^8%CL9T;O@%B MM(99(A!HX3,J'?
(47T03GO~^"0XFU#!!E7-"T-)8S2#\$I_N&O,A U \FC-W!* M Z=M,#ICX)8&
!GM'&)4&H_>.X)4&N>MFX7L>N *N)@Q>@!;H26;>LBCGUO+ M>&&BA+(23+
!%TDXL!~L_OX,O!~NM=";_~?%VM+L%#^ A6GV!>0W %5E*7<98@ M0-
=@~"9,H2Z!:7J!~X<,*# (D(\$!XI<0^K0(PN+@\$%~! \$? L9X@ 3!\$2PX)J
M'~^V-..0Q++SHM&>F4+ZHV9E1N7<;XNY.V?F!H(J2L26@Y#~\$~;8!~JWVUQWV
MIHQC%4SG&,Q;IY,P0-\$0N/8GX%C.2#~.Y?O-79T!_V_T!+=~;P3#K93EYGSN
M.65E*6)04#;5K6QA.~!+;JNPXY3L8H;DATQ!;(^,Q9!_V&/K+UU8^R0+^B0+
M>R)K+,"H6H!1%_OB7I893"*:(C!(*.>7NG4H*,8YA2HJ^!7(IVUK9N!K 3Y%
M7=FNXTTF35R@P;F^Y!G735RHX!~IU_8J7,-CK_+8ZY1<@ B5.?*LZ+P^1=\$!3! 1I?-
:=4_Z5'>?9\$&?9&%/9(V% M:N%~!3O5_~.M5#F\$8#A277*K%KV
3.UW@%2K4GB^CR<1NE);V?@<^ U-^R<~
M!UVGI>A33"N#~!V!BPBY\$(UC75;"N/Y0*8J5JZ?L'D!~"L!~#UZ3?I>~.6#5H
M4)HLH\$.=9@\$MZEP6L*W7O;G5O84Z'REM!BCI>DH!O;(%O;~%?;\$U%Z9V;+(I
MI7W!9E53\$HUIDD#&7WNU:BV~\NL?WG#LM!2J05W90!~M5QW,&Y!LO_1L8_N
M8)W7N#C=G_P!O\$/1;11:9=S34H;60T,%UDM&PGD3%K)VYYS-GD5OU(+6&UL
MK59;;YLP%/XK%L.F5MI*N*3ML@0!#4RMU\$L4NNUAVH,+)\$Jv,PV2??O9QM"
MDY9\$W987?~.%~!W!G9QV>X8OQ19 2/14Y%2,KD!(I1U>WD[B9"1!~W<7R,IM\$,Q9?
C680^ MHE@=R!3*~;\$Y&E-)4I)7.K\$HAJ3B1!(0*~I*BJ%~,TY*!~"\$%64EL3D\$1R%(
M3')QK)A\$AKD2;@9"T7W&*H%I*H:V5'YH:~RDL?FBMMG=8;~.;AB5F5)-E=X. M?+@?
VD/WE;Q:X/HKH-XX>XE#"\$Y09!S ;DIU^^P9)VN~?ESOHC_Y9^U8P MO/9\$>8;AW!\$W
R\$Y2:0Z\$>KT)H^HHD1V9GDOCRZ0 U'B!~\$;6JH "~!~*LX/T!
MY!3WN2O\$AR0+~#TD6'8AL*QE^FPS?L'L!DO'WEU;=I AS2NA"H"EP%.L;BWY<
M*V)T):\$0!~M2Z1~RE8&ULK95M;L.P\$,>_BA4\$&A~J!~!3!2AJ!;8+8BT&UC@<)~!<)-
+DIT)PZV^~!~"W MOP!HZ*:LFF!O6MNY_~^!~!E=M&A3I0
\$NUKVHB)4TK9CC\$660DU\$2/60J.> M%(S71*HM7V/1"F6I=2'^ X:L:D:EB"~M
NN=KBGY%4-C:A8@S@4\$V?JC=-0VQN#KQ7L MQ~\$;Z4A6C-WIS54^<5Q!
(:"024T@ZF!+IAQJ@POVAG;8/0=E&2%9W8G6# MNFKL!EW>3@2*,ZPP.~\$~D-!^(@@Z
3!4SV\$G2!~JH?S3F!"QS9VD[B\$2!)~ MG.T0U!~*IA5DHGXZM!~!7*;J=?D^7Z"P!22HJ7D=8
M*K:VP%G'F5F._P@G0->LD:5 :9-#/J!~3NLO3^BQBJD/S#!~\$-O-/A/(1BCP MWB#?~!<~!~!R?
+@^&POD_~!^D_>[~^7C*"OY14(J~;~#B@ M!~.5D%Q!JC^~ZFV)X3!1MZ^Q:\$D&\$T?
U)P%~!~"T!~ZH5WX;X?2O9SPI+GA*7/ M!+M7EK O2WB*~J=% :91(JDJPXF\$H4)8AF??
%=WWM!~\$!~L++"&^/4WS:U9DI MNG1?~#GW8R2#?
=J!P<&L!9L:INP^~^!K&T)3*9L+>.SYF-F!~K>4. M(-%+65#A6!F4U=2V19Q#B<6
54#526:~+B@~.~#*~!L;~=Q!NP2\$VH% MGMG;~6-/LESJ#3OP*IS! >3W:L=59/I;~!O\$M1QN"
F*I&;!ZG6 . M1:&)E(T_~:~?52VK@Y?K, F!J5!4-8_0U3/1 M?
#\$KA'FBILV=W%LHKH5D90=6#DI"VS=^Z>[A N"Z;P#<~#N:WZV0<;G \$@<>
M9PWB.ENQZ84IU:"5.4+U1SE(KDZ)PLG@L%QMEM\$3"J,%6BVWJWVX>US/T3IZ
MV.XWX=-Z&Z'/*,*<8WUIZ,,")~:~%^.C94JEK#CONE&MDON&TE>T853F BUI M
LG_>%NY!JV!9^LS!R;A N(!&@T_ (=OQTA IGI%WN =!5000>.=!N>!WW
M7L>WV(.H+H_~\$4O!8MK#EN.B>'04WH*AIY!NI2U+SJH!)Z9.1\$H9C65;3/U
MN_THAFT'_DMOYWB#>4:H0_6D"NH,I!4N;V>C#22K3#!>F53=;9:Y^IT UPGJ
M/&5.G@,MT/^@~@K!02P,\$% @ 4(!&6E_~7!5/! 71@ !D~!X;"JW
M;W)K&ULM5E=;^X%/TK5G:TFI%VFS@A"70!"4BF M@~!3!\$+2!~#ZM!
<(F!~!)*8L0U,~W:21H(!~!~NB!E,><<^!~!K!~+;~H0!VR- M,0<_TR1C V!~^>;~--

EBC5/\$KL@&9^*);:\$IXN*6KDRVH1A%.2E-3-NR/#-% M<68,^_G8 QWVR98G<88?*&#;:-
\$7T98P3LA\8T'@=F,6K-9<#YK"-02L\Q-QI
MAT#%G5FI1'&*,Q:3#%!"!@C>!U"3Q)RQ%\QWK.C:R!#>2;DN[R91@/#DBO"
M"5YP*8'\$QPY/<))O)&.'Z6H4(FV"9^1_3=#Y!=Q@LJ)HLWX!GP/,49RP+X+R- YTI? MP"
<09^!O3;8,91'KFURL6R>5T1O7.^V8/_?LM60XU>YQ<704,=BW?
KL."4Y@'?_7@{(4*F.U9| "KQ>I6L;JML3YE M,<<1F'/\$L=)H6NEOW6\ZQ0*=8J\$FL5H-
O*H&W@<:@J>S0#K% IUBH2:Q6H'\ MJD#^ ^PRAH+M'SR9TG;fO-@Q!
_-=WVD:PBG,\5S+;=A+J(+Y)PA=*M8NZVO-MAELJ7JA50;:RWKK1=
(H%L5"36*UY/>JY/<^T EZ.@ND4RS0*19J\$JL5"%J' M5W_K?5Y0\H^?RX[GG;P;5K5
JUJH2ZU> /M0 /L#/:\$4UU4FG6J!5K50EUJ!3(=#'6PI MDES@"\H\$H5/_1-7U# ?-
OUF\YP"NOXL&D?H1+6ZYYY1X""\$Q)L/R+,...R
ML<'76#;:U\$E638=RN\>:;HU,MT*H6ZE*K5^ -PAH/N1UJ\$UB.>5K5 JUJH2ZU> MIL,Q#
f8>4BZP". DC.\X=K?;M @%3'B\$U;2(4UCOI TC5,%ZXO#2L CSJ%V:
M8KK*^f0,+,@VXT7OJOJM>N&CO /<&!_#ZPE4C >R=YZW9P_R1>/f%M%5G#&0
MX*68RKKR11EITY%M)O=-=DTC:&ZZ61\RB\IV"5?R|+f5MDUf/58O|/?NLFK8S
9'X)HZC)WC&83(f 9/?5OC4/ M-Qf)S84,ZY/0QG%KZ|f51,XU f(=S@BBW728#SG0G-
9fV8f39E|=N8R\H. MS1fH6 -fF?,HR.A?ZO@\$'9-W^OE(^SY-FU"TL1#UJW?X*TVO'S8G;Y.
(R90N6 MCNJNFHYM,S -Df6^@+ "+W-C+CV ?R(?OK -O3?
16"S12O1&RF^%H#XE\W8"2)?f>Q/,# =@&K'=\$\$>PJY@Uf@G\$D23 \$:M%?
HW&,K\$X,' ^8\$!)%"6)'P',fR"*,2>1AS! M'(' #'(DB^Qf<>1^%J_ =4N/fOY? W4\$L#;!f0-(
%" 1EJ7BKL

3*FNBS"2J S.!+!TDP)\$<f:XfJPP=).NE M_!Q^R-)*7M5YTRM?6FO;VMNKfW2Y9IRI(?
7*@%_773W<%2Y58Y#JAI=-_ ^ ^/ MV_ 'R(J#,1RDD/)&'G!>HC ^*(%7(UD:|
0;Y=6Y0FOJZWN YJ.'O2(MMEU M U35 =,C"R2V;:A, ^;8.JM!3?OZ%?;%T!;?W3-
)1BfWfE>J(ONUX?5F6*O2EXf!OGK>/W.!G|='E-URRS;2?O9FA
MJ1_12"20Q%Y5Z^&:CWfQ?V.Z6GG5fT',S7=0((-KN-W ?8 O(ALfU&(&Y8O)fB3-3
MS\$:=C*6N,fV+=fW X'9\$QDW3J?>f_*Q:f#XEC(D,-N\$T1+f\$/"4HI#\$(M"RY")B)?
fSf'H4PLGSWM((ZO.HLH:A'6"Z/>P^:GX.5R>?6=Tf8)fA;7_%Y>?S9f7,VC<&R-
MJ3WTRR78P_9;X/HGX"@#3A^#KF@Wf((? (=OQZ:=#G-4f.+KP;.>@#GG#PU#K
M>=O.5;1L_!1XV4UC.?T1.YES^QZ,K7f#f9fIR+PXA6FFVO:f@E-f7DL;:
M>.1A:Z>P@QW4FF VV:L5.>f?9\$@_ *Z/X5T)P6FfW_f M 7B1JfN%A
f6O6_\$3'6532(O4B82B!f M3R&#&B'ZCBA,SZ'940/P?@f.#VH=|>fW
XQ0Kf\NfY@75P0JU@_ VZf\A\$Df,K(?89TF."X:*(T0)H2A3&""f,U"\$LC? 6=J&O#@ MV"_,
(2-V>/(^E:0HY_!A6@9fJUKP+=ZL\H#.'W75W4S+4Q E399R\$AP. ML&JLXW/H<_ "=<#O
*CJ-YP%?RLQWP:82fY\$JSW\N9UF29(+f\$ Jf+/f?E7\$,P)V4V KV9T23Y^EXC MS_?
4EV&G/<f_!CS?24=-D@f_W%X%GEMG2#f7)>_5(MUVf?%fO)f73.f/f++\$
M)'4GS%.DO8;VE? =QN5PMEBO-MJAS*CB?5K8D/3_ "/O1S')%(S?E-\$f7#P*C(fOP#fB00)"
<)Y:#! MVfO+NfHfM,4#AW)-?;^LVEPIXCf|O?fH*=EL13@J@JV&@MW%IVT+."K807'_
Mf;?;ZQ54'#fC6f106)/4f(SE#..4ARF:.(f8*DM(LB7,fH"4*:N&fJA(4+7@9 M0B/ZN.%
<(A#,9/f1D;:HN&#)^44%!Lf|D-0f1#fH^5#>SfWFPS^50NU&&V@3GX
M2&B3\$5)f^K*IQ_K(^2.7GYJ,_%_XC.\$fX3f-%/9&BC#f/BHB%J(DR_(P\$9B%
M":@Q'D#;=8"XH>H)SM7=8D<7MC-!E*FW;3E2\$"(_GU0;>f
P48&E'A%">=+LT4,G^7fJRQ*4XfS?+f;S*Z?5W2;f1@f(5<<(P\$ M*PC"D8(U2YC)fTH
(\$Y\$YD>@T'6.F.L->8NUWM-Nf-f5W"C:M-S';:4 =S, MC^Cf_D6;CFS6L>>/D/f. /2GA3Z-
0C_RCBEPSNNKf!(EF3f2N6%Vf74DP4DD M5f3MBUS&TT+&"\$6
42Q2f\f2%A8Y""3Z*)4)HH&6fO>FB\$*1DK(fU M7-M&PfJ+f75ZQ=1S/f+ 1X)\$
<) ^RA\$1:2#fCU%*518S(EJY%B?*O?1V MX?NJ5L^%NE
8S*L.fJHM%fX@6ASPT0#27GDM+;_<+5fZ2QY8F^RD3AFJC'T_ M#7f?
K)WSPT*LZFOVWP;7C2=>=^P, ^H&;fHf6QN-+ET/*6\$<8.W)#_ ,MO5\$
M=W#M>\$92XY;:8VM.VM(Y(M1^2^?8HW#3>U:;@f4U-fM?E7+fRM%Kf7F^N,L&F
MJ+f<8f-LN/ &;'A/?+6N%MfO|>""7-fT=95TWE0=Z =FNGJJ<6"Z0,F-3%F7
MQF2F#11Z;:K05XU3.VfJK:6%?EF+fUIZ2U5V'4(f1f1*\$0DSJ@,YW&(UD2#9fI39TWTU7
DBP)X&>8D%BNZFCU79-\$VUER_5+QMT^HS
MP'fJQfE/42S\0F\$5%BH#""*1%GF.XSPJTE3'+9RAXf@1_ %?D??Q'&'N/fJ=Z M#N"<7L9-
WJ*TP*U_0f|;fCUOUB#165>OT)2D3J&""8*7J>)RQZ8f5^O*U;.. M?
PK"*&AfU+G7)_%*FC+T?DCWf4M;O6fE07/f67?B5+9;WY8UG2_KM?Rf;fE",>9CS(L,&*^B
+&6f12\$-(UB+fIC+S5L4^JXZ8_?C>>J00%# M9D-.849)B/Y:>Af-56HJ#1\$f'L,Q3%E/(B

M#TBL B'JH7U0!D"^^!SZE;T,0 %!GK\$!JO^)^20U#74JP&8/97WH8U))854LQ=
M>9H:A!>*&ZK!5BDYE/RTQ>:&RCDH1S==Y!*89RE&.K|^KE?2VOWI_VK|WS8C
M*7B4)*2(4)P&/L(A5C-W"HQP1A7|<)R&66@2\$ME@;L*(;=,@V;*VTR?
I=IB8MQW%66/LN89Y-I9Z*JW2 M,\$B*/5;|RH9P2'/_0U^JV.EC9L|JAH=X-R3#LF/;,%?)
(ET.+ 'M;=G|-9T K/W3??@GY*NUQ.^TL M M-*@XT9#06J7)&*V)*TPTQ#ZL+-
%Y"5YQ>B>WN-7|V2^;N>|U?7ZJ:T!!RV% MM LN)3*H 8>MZMC 6V:| #3?
>EAUORX))D3A0>>-V|U90,"< 59F#"E4S51@5 MJ@))35:O:j:"8=FJX0H&.;B;9<6??.?
VZ6,Z7+^_=F3(L:\$PIQD@ (5L@30D!1 M1GV&6.[3*&0YOUR_).T8!
<>>0Y'T5AN:@,34475HI. N%1*ZUUG2|"-|V3@!M|T#H6|V>^FA6"LSS* M(T2)"!|.L|"/
5%?J:N4:,LPVD(*>H8)^>XA\$-2L :NJY2C=Z"P)S+,RYR|
M=OS3ADU,W(&0/L%O%,\$?!>5V(#@ SG;XEF'^<+\$J63>=9ENB2O!|?
X/HO5>05)92J^|P@Q11A2@.4985 :9B* M*IX+F+0" &'O#H.4H:\$!Z5/WA^*.
K#HU.4GHGF_#\$^!V".U.PC@="(W2O' M5G;5(:?
3IE;=J_P@KSL!24.'3NERO5C5C^1=%6_U&.Z+>6TL5Z#B/:T;3YUTL+|!=|:V
M!*^|CJ1%3S4JDBTG9P!F'V.,^ <>6V)'| #Y@%'FA!S_8ND0UF=3TE)QCEI|2P
M9&D'RT|J8Z>\$V|>ND|_!LIFE\$,T&U)A>.\$7&=U6S)|C/&F|DTDK*G2.M#FI_4T+C=V9(:F.
M\$1F\$?'Y.)B.4|).+3H:(?DZL(3KZV6<-D=)Y77/^|_8K&? N7CYO(K_P_?*.MVS#D-1P-
ZARNO"%77LN6U_)E\$6?|\$K780EPWXF%:|/5+U'2 PG|18J9>3!)1 M36FSD!;.^V&!\$A)
(S|34W* BDT?F'&<^*9(TA|6G;E9V?&G18E4M_-8R5W0| M"NY!W6I"UW\$8R
=U!HWIV^T&/>#;FK7VZTYL@70B'%K5_@-FEO)W7KYE<9W
M_4U^TU|XY|6Z7&R&W'/6CC!_6*_J%9%VNGC90AUNSGT,IX3B,\$69SW)I7|%"
M0L>J5)%+^|(X|W-0D^6%_#@.YF_[M#-M9KQ|_%_K|AN9JV"W;I@#|J,OU;Z>
M34^H4Y@GZ!GS.LZ|EC55^~SRY0T8N_(ZEJ|&D)M.CO>6|&7) UW*S:1^RY+J
M|KV=K67AW4I/"O6ZN5\$K0N:;+),A10100(&49RK(L03P(LT2D.*.%EJ?;6=6Q
MO_JBKBWJ5:F.X;_*'6=-|_,"MYLO/Y%4KLSUXW/'W_?'NP5-D,C3G1CCWVM#"6#?ZK/
MP^"B=JDU@X?NUI@.#GJ7Z1WXY|U?P;^QGY>+I_6|)VLJ_VVF2O'HM%R|)H?
^=/ZV(|U9@103_-F#\$G1<.F5 M|0|7Y"^^/=V S/Q4MFMS/L*.KRP|1|UC|@WPT,&?6?
RKMO^! M=<|WW%|YN|QZ|^?N'-
|^|DC>FU/^GZ3JL@#W=;U6M=6/O"J7;.:G81&F)\$ (OCF.\$ M(Y:@/\$@HRE*Y,?
A^'+\$,U#AME3O71_|V@58V-+V?RD67H02Z>;L?B)YC_VYJ M!F8A%#74,,\$-
&=T)4(MW;_A&UMGY8D7 C|Z7ZP;Z=|X5T03D?'S1*0_.HV+MG9O'GW44&|6G
M'\$+SAQD)?;U@"C1<)=*Z*>L|2_,"CE*XR!#. D4<*,J9L9Y+FB01#)4LAHB
M&3#IV%\$TA"|98^_D@|/\$4*CE6+P=031M/|2Y0!5313PF+/Y8@<| %2@;'/Y?0
M@H=|@QOF)TZ7OBR^K(NZ9"6IR@W, M<.#'
2XH1SP5#&\$1\$I1Q'B,>D20)7BK5%|+T>W==;I_*!6^RWC.?
LC!D/D=%YOORP!2G*,^S&"4%|T.MX#%+M5K2= DZ=DF|Y%7E9<> |X=BP6MX
)Z'SNI0|VQC4S,PQW6A4L!%'UU) M+1U#SI*;!\$BA*_S^|4#|/|<-
LRVD)_IGF4&_7E0QSVCO|FUL|?C29Q2P42<@R MQ\$F,\$9;^_.6I\$"A+LJ2@L<
X\$*!D"IP'Q^Y",4/DQZILHJN!KQ63WMNZ4K|9 M>:NE|XW73<^*? \$9="59E,WZH?6Z|*%?
U!==1!I^*9B;.%K:X-KI;Z>Z'^FNCJ M^\$W2|CQ|Y1&A|EG+O5'P4@V" L9A=,5>/K>2) 0?
3YD;_5720^KA@*3-W|HL, MH11(QK9?C;,HR5@F_9C@!&&.,Y0' 9=_"XM,S7D,DP#BS
XH.'95;/U!ZYST
M/E(CTO,LJQ622|XVZ;./SY>*E_==>NQT0AQO0A7J>YR+%P/S*1B=,>O!."F+) M
QRN/ZE|GQ1OWWI/WC95,0'<2%8U18<.R4BYH*FB.)06;B(%(A4BJ*\$!S)D-MR9E?
P"ICK+/HNCQF,*K0%*!H3XK2|M2F(ZBM M?R @=&E'UOA_93FF3;HGW=6I^=;8W!
|S1@V|:"3T_AMD|);%OX M9;ED?Y;S^?
WK&RDK=0!0_F<6\$E|D6<@12YB/(1\$0>TSG!">&|_/L!VR%|>E?>EJ*G2-K;U,9%LK0QG2
RZ>8R+NC^!G'F:7C%05,V1E=K M,I^_/Y*2_5|?++_P>3/-NVM|!L* @JSIV,?
OEB!V/'F**>|_>|X\$86|U|/ M7= IK5 (-+?N#6|5!W,O@VUYF!FD(D^C*HC0(0FJY5?
9R;SL%WO)TX2FO9@|*_#!E>3Y-RYHO^AJ M7J!=%Y-4-
@T:#0Q*;2JF"X4"F95P|8)>Y4Z(R);:QD..6&L5\$<9,EDN|/W=+
|R./'#XR:C&|*SDZ(A|,"E%ZR5X|-HVXKR^/J@>%6|+D!P6T=?
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(^#Q!PU+0=9%S?^UEGOQW3?YA^IQZ_I%2!CD8\$J.DY1W_6=?,#/@1|ZH51?
K@CVLOO+J<5FO*KXJ6P#;#RT26|V-KK?W M\$W"DB"7H7!&52C,|A3E(@SD\$3>
(LXP\$/L6@,6.FC#@V_|>|SU_N'SY|'^X^ MWWW|?
8>/UU@*S>F,5ZSF%*10|QE/&_)>3|_R=8|MV2TY%6,V)O4YERIK
MWR5=O)Z9Q|H1TBY6+3#<4UG_ |YCI1+D,/E@F\$./?%Y"RSYM7SKF|=JSE-Y5O&12\$B&

<"R(+/%@ M@@J&(S+|"X%CT.B8\$5JN745'V:N&I(&N8\$13FA| COQ P^|)%WZ'JOVG(9TM
M(Q^A.*UMGO?YP*0U7C&SY,|SVZ>LFI'JY8+^5?:PO|+N!CV;Z(@V0
M5.5208%04J^ZS3))TX!E>8 8%ZJ"/4E1%F4Y"HH0T|#G61H'45.DW!|_H1
MTQ_/_=\$(3XSI"CGPP+|#3L1@?G!?'C@L%-)Q:>;(K3N&##D4YGGC3;|S|M%R|J
MPLHM+U::K2|H5^_V|L.S<*3J4.WH:<@7RPJS-T4.*7J>(NCH'#XJDZTOK\$=I3#N2=4S;
M@_&LHP^;6>-^'V'7@3S#81+DH4^0B+&TQXS'!SM!Q|%%M|OW4"
HJ2|B|T350#62#ZM15L#%L.9^3JM|^%((@@D MLN0%3U&9U ^>\$77?\$YY|W,P7?
BP7Y8I_*K^I8ON5_+C+8L|:OL/H^2_UY6 M-W-2U^W@5BP=8\$H9(E&:M!:#G1%V?
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%H-.L"QC-.,H4/.GL+KU(())%B(=17"0D)J\$H
M^K;ZB|W0"29@P<>6%6VK&M#UAH2MN9Q3VKW8|URB,0<.Z,H#J|*F\$SJC#?>^
MZ|0#|XI+J.@@&KK|VM\7| MEX0\$YZ006"#&8H(P+C#*|CQ @CN-,4S>2MH,%%:
<>'1*5KQ-Q8?3RUHS15@*38#%)PU+S!2S M'Y(8KF+ O#0(>N|:@>0-
&N/6;FA2I+EJ9\$FR7|JB"\$^8D,Q9!5K^/5WC'K| (=R^8'+IJJMYGZ.: =8I1*@-+4UP
M)#O+R@|S.--5&N28IKTF0\$>VPWJ"#)(C.O.+8)<\$FQPU%&7<1%T@|L_8>_LS>
M"+@C;|NUL0|7F:QY|0CSPY;58|^&?;.,9+V=WBUEY>K|7QO@95TA|NB4K5-6Y\$-E4
O%,UE%|;T'1%&|S|N41K>?(O6|L|N_ DIJ@K7F^;VL^; M!>BJNU4-4*I7U9JNFH\$C789+;!
(\$5\$;?698)&7W3#&5^\$"(24"R*(.TP32'1 M|TE*CLVUZ;|)NYG@-
*|MVE9_6EEY8;\$4;'LU%|!IK.I%'H67'W M0|SS+|,N!F%^)-+FK|H_>7?
_T;8_Y2OY#|K_;&@)UYU|T5L"7J_+O7D?3^ MLS(9"7I*9L! 4 NREXT#/:8#2U-
S|@T.@/TU+O330 |P_W_.|SSYK"#-)* M#>VYY>U_ |Q?'LF.?2E*4<|D9SXJ|^S%.0B3|,\$
X364 M@?0=;YH;.-FJS19"X0AANM3;|!UJ".;)>D;GWI6?084GMG17/F5M^'()HRA
MD2JLX1K"J\$|,=&BDFD/D0|-EX\$D@%1*057,!>+OD|>?EZHG_ :UU6O!^N#@;Z
MUU_1^7W;AA&/24Z|Q7(E/4K#B|^K&47_A+TTDYBP2C&/LQ M(ECJ&S->
(\$(%1BP*.\$ZHGL|-1;?8J2Z_1R0U>=3.N.(+|M^J2&|*)*W+#
MS'TK|H;H|^6<|/!>YW."V6IJ/DEGVN|E<^(>M"F??<\$4+&D|G>5ZP;;(7%MH ME>NB;D*
(61)@&B>")|%,<(D|5%>,(I8FI/\$+|)46C(.,TF;MO,M_P@@64|;
MF&V#.%3/Z;|WT";KK&ZG("0)+*PUK"1|RA-#)H%5_KSA?7D@#C|S|&&NH>0.&/E-
_XH_Q:=?\$VS#0J,TFS G4'R+ZZTZ%94O:.\$+H^KTE*VUDP'HTEF|JZH185A=,2-
O7BG;UE16<\$ZV&X'&ZV;"A-5DZS\$9|"53=U:?.EEZ M3+0CR="CCQGB8%?
=Y<*7U9+^L^D,K^_K>LW9+,YC\$M"8(Q*'|<(X%B@G48:B
M*",DS8(H9:|ST6E2CJUN0|BK%>6K%FVA|HJ&>(/%T/X\$", PHCL|@|2C\$9AM
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M3&"1XBR,8Q@PK!VV'#N+ADFOZIGR5DNOX-Z&NKFwl/2AZ'F6Z54-|T(-86|+
MRNLXO/(V/'L;MJZ|;V9=GB-ZKFK(UK<.,4|..|K"JR,(Y('97MXZ|^U# = M?)5?<'Z_
(_SR;&1U6QL?-8QZ;WAV+4:S@%YJLO_ZPTKZZF_2 M5UQ3*_|F_".|8>|Q@#7Y^5\$ @F'|
R & QG8|::E9|AK.;Y>I\$F|;B7JN|31O\NE#K00SLA(B9M|XM:_+R4BEXLG*Y
M4+T436ER0V.&A<)|YQ:SYOJ_*HI(0%3QE*|;#(@|)G&<4- 9^C)AC7|I+NNW=
M:2\$Y6BL%1J6C:M|SA|;4-7-OYGH NR@=2UYG%%2DSH0':W_8'6.Z89Q*ZR
M4OJ;/H)X7-8-2L^FS"JF|NOJ"1CF7*X@Q2=OL36\$G :)="K^DKX3|Y!GC7 M%-
ELT\$O9E&*U8(JJ0|J)2HY-5\$S"(HC2R\$(P_5"*?UVOU'J+>CDOF?
(4_6B+ #UPL*|X@LTB7|DS^NN5O M%9?|3E<>/D0/>^25*E4D+WP69BRA.,H+C(?
8>S+8TP>,^0'>2&"G/)(;!UC M/'GV%WT#\$M?L>78N_MP_WQ|K4;3=%P-BI4=?
\$3C|N8'4#S,3VUT?K.C|WY M3LNUU_-|H0HIK|PASYYD>@GV-&B
M=P=DIRN,=Z>SG>)YAV0,0V\$^G|=Q|Z^D^B=75|M==#2+>)ADL8A03D6&_ME
M6(G|! 7,3W/NTRS!H,G1TFY#HG)G+=7<*|J86-4?%D)FI&P%=&|T7!+LY%| M0|5|Z'M6-
%OA|VE"TX; 9P4^"(//OW%A=TRW7-?".B,9+JAHNID)1|B/4Y3E M?B M-
X|BF&9!04"C*\$_0<6RVIYO^F/HZOU4M)2!M; >G|*1GO!;DAUGNMG|F
M@WS|TX=S@INWTAP7RW9+S1Z5|I:SR,| #%K
"A0E+\$4|E'X3G*1)10\$E0" B(0)UMX^2H:Z|) MSV3M"0^SW(ZNUQ%NNE2O-
L+98|ATKJ/SG=L;G=|DE(N6(C26%HUICE%"B8 X83Y(<|)2#AHE,|9BE.9 MN(HOEZNO?-
/0^E.W6_ |H68@_P>P;ONL(O4|@%7UP)S D+37|>4_==1_=G)# MKBVLK9KIL_2FK8G6%?
^@YEG|I=,MORJ_\$=40_WFI3NUD+L_PZ|5JEF:D\$'GN M(T)|>;0N8H7G30)4Y(\$?
A\$E*2W8#=#+| #|4#M\$RZSJ5VV MY?8NC%'7!NM&V"W_G8QO5|C31K?
WG)FQ7<_GRS_E=Y)_7%:WRW6Q\$NMYUU=4 M/W'*)UBSI^6|
|E85G^2BLU(N,PC1,4,14PTT"@/*<1LF&ZR8FXHS>9|M*QK|P_%F?>Q90U8B

I70IZQ.U4IS!NX MT2;8=1AKQ))O@=. ?U/D8JV??YDO9'AAMGY|FS?U1&2N\)P^2O+W"
|GV*|FI MYJ99Q-) \$ ^ @3C!'&(D899@*E12ZR+,%|&6@VS,|NJZOT@9<>&Q3F%<#3_FZ
M2M2\7;.O&N!5VU K#5|45UY3V/KQV^>RFQQV06"J.+&:-Q<3@H.
(4U1\$(4/85PCCQ/>1|\$644IHE M60"ZO|,E|AY="".Y>(:KU=-=6:Y|#Z3-
|+B|"O,@6BK4L^#N% 0S(5TNMFR M<.5|_!U|OK?G+:-R6G(7VF0G|1=09>P|#/ #
|9AYC@XO>Y24|@%=,XY"&TBO\$ M)
AD:)'YB/'H0%\$19ISX04)@L<5Q,HZ|P19WWZ@R_81J|.S|:V?IO\ _X64"Y7YNE|
<|00F57/LD6K:=I/Z5*0QCC@B+,,(B|' M.4E"Q"*<2T=&PR(#75=:Y|!UUF,
|G,G|*=M^_NRXN7+0MEK"Z36)1\$WAETK M=)^'F_NNE|5>S|6/-A.'E@MC^"5;'ZQF?
N5|?ES&5T\$##J|!Q:/WD^+RYXGP
ME2RKRC&DBW^OA/.DF7UGL9:LDW(\$*>|:6>MGY?7M!ER=|H8R>|H*,-(W:4L
M+M*,=RQ/,B300G%(?Y,* 8CC3|)G:6J9<=Z:\9"RMC4_M|O#
TFF6&^(>::@#P=K/*E#/%|H1BAET>T=:85)WQ+TM|0YISB*"NZZDMH#<
MS|*:%L|=5_P#6'?M%RV7FLYH%N:4|1R%.<-JDAU&11:ER,|2\$A2"B=B/9RMU M2--S
"=H(C4LIV?IO-C%(V>LNOS M+YAV8%;?2MKG+^,P\$V%:\$3G*458H2)HQ:51RV!@|"
(B@C:=#E8W?4QJ:4% M|:TM9()?)|(8YEG&!4|)W|MTHY3_9(1KX'L M>^M8|8J^@*S!-
MGP_9T.I*U:S;2_\$X4|!P125TWQZ>-5S|HJ3&?08VO S@_M5&V.|8\$JP-
K|'FW"\$P_J@2KD<"(/>(4+J|Q:CZ8N-F:A8'F4|3|*8IHAG/D"
MD4Q\$*,W|+,A#Q=J^JN^1SE"P|KZ#-E|^;2KZFX6:H>O!Y3D)Y?N%|LF-X M.,@2-
A>>#DK,#J6Q75|VH/|BLL.13Q967;D43-#_)U49=.M(@.*VZ6;:3B+ MA:0'W+6_D29N X
/LZ_OVT>Z"|YK5>O3
M#QZ|9JQL&|+W1Y#.N\$^B,,8)"ED<(9P2@C(_RA\$.113P3,@3/ZB7W"&OCEW!
M=HKO@O_93V\$W'ZCL|#/3S%_&)|\$, -|7K!F%/77Y5R^7|=M
M0+,88RY2>3KBJA4'!Q2C#(EL#&
M_)XPPC,8Y_5HY|;M:D=F. |M*>2NW\$E@!V=KF26O-59MMV?>P%FLYRRV=-ZS@._B
_9.3Q7KXL5^S@G+SIV>/MOP:H
MB'J**@IVHO:G7KV6"U4VK6>1(^*/FZ(=R6\$V>%YH|P_@05S/"_>\$3NL.?WW
ME^6W_T>^W)D@95O+&UER\$|_|+U)O:Q|PHWL>CZ_9O_ |O%21>E>YIVE@AV|Z M-
BY)T&NG;FR*YX?G"WW+.B+S>:NZ3%R819V1U&(9X|AD1L9T9+G)#.FT*\$,C
M&GG*++++<3" _|+|YZH|*7LF%OKY_XM^DO'^5|8SX+ C#(\$\$IB4\$.4U0'J48
MX3CD:2Z2)*\$|,S4(^08*A5EKR'M;6@W1ZK/U|H?R@&@%<\$FLK4"TG MJPAF
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M/(T1+FB.:9>M.6"J?*U_9J|VB|;BGBL:W_+V MO_>+QXJ_D9+=P&2-
:|G%1NW#+1(G50|Z|TU:A@W5K>=-*K0=.94PX?W4|_1SPJ= MKU=I#UNE--
KP8|W=^#*%V)M69<+\$U.,L+E#4D5E7EZQF" &^N:E|E)3N%S?D MK5R1^2R@W
|%CA'/(X(P8RG*69H@EA9IGD4B|PGHJ'."CNN097LIKA2)I!G1 MEC
0J_N\$EO0F'K=B*HO(>-V?\$AH-JCPME"SK|!)5I;+ '13V P3|S
MN)FA_HVSEW+QK4W1(8U_@.)*&&4@|H5..2!%0E_-DP*S(2)*# M;KZ.DW%LIAU1;T#5*/-
P0D=Z5GJYY# C-1 ;:*3C,EFRT1-\$)C71<4'W+?3, MTS
#;89)W_)BM04ENEE^XPNB_BN/(:4""_J5_%6^KE|5|J\$B+Z|:LES.XHS& M. I2E :I/ V0L\$
%"P(4IG&8!U%(?4IT;->8 |=FW9'TYAU-KZGXUS-DRA((Z; MG63,%4898CR)F\$CB) !|F-
|CQ";*Z38'2M-99,9Y7%N"0_WM|IBR)_ON('6K M(YSUX67?.V&K(_3IH6;6T|2_DNJ??
*7Z4|;S_083*6B1QE'NAVKL)T58(8(3_M7D0H"A@EA,48P_H|QLDY-N5/R|4+DN^|>J|:-
KQZPP?,N,|H3L^|L:D#9N!;_MNCM#/+D|1FYGHB6S/P,L4D-74_P?5/7?.02/7L #WN|8-
UL;INC?;L9EK4M MD"UX2G/&*\$J2/%/-G0G*!,_EGD|#.(|"),*&8T;AS#AV%+=W3_>_7S_?
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M%D48)L'%SM,)ZZY=K08&?O&^<1%#B:|4+SKPB"TH7B|6|JNC MJWM*M@Y8'Y@^G_
L92GI/,CY"?Y(4KA.*"A\$FZJ2.<9\$!<|3 MV,2N0R*.|X(=DAYM:4)'51^
Y3I@061R"G!F(NF,O-^"E.?WN<+-S|#7\$OX:I6L_>G2D0Y@ALZ@|L
M)HQT8,E_P&A/ZEB,U++O<A,LCJSM^C)#4?-
:6VL2@QL1HC>GL4=,VS@4@*LRS/:H<|I-.IK1A B: M9PH?
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\$_%1A)TM+ #K\$|,4>@V3) M^HZ-NN4&->P<3AU4Q6R2):_AR5_&2*|0I6NYQ4:@\$|QP&
<:,M|)^6|9D_DNU7+^U_ ^#L07QX_T+F_-RI6+|=C:% M_/\$FJ|4!F(2\$DRA6)>"1:K@*>8
*\$E_D1\$A9'(N %Z#!WI%/) \$/'BZA)%:UX|3:0^X&52QY77L'7E'=&DJG-
:>4/V!D/.'6_MM8XOO8D MAJ@E7F^#>@_#|O|!2N_E6Q-6JQ(S?UO|RWG=RL|L?
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N8=D)\XXLU?^+J,"+=UB.OY\$[VJB!CMKN7 M6DRL>5K_*1!_%%
M_K06:IKJMRZBTWK%XU.+^TB<4::M5]9#W@|TJ]*#F&=G!8^OPT|S"^MPZ<"O-
#H/Y-C|Z_R4%=(N7U?'K/FP_DR\X\CC^@1BTF=C5GK76%\$ML3=S.
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(@/\$23KX_CC9,919&-%P(U:AZ1NZJINSQ>D'F|W59;^JH-5N=3KWO.CM5
M5JD_./Q9;HP)S4N-26A|CHR&C4075RTRJ
M.ONL63RRZ>U7Y6V+FM>;2W'69\$G/\$"YPF;&OH|1EC.*@C0)?!E!|(QA2+1Q
MDI)C&|U"6?".L&:#XGD5Z>W]5@2'6>A6YIZFDOW|K&26|N/3=";=<^*N|^7 MGG_!H
A%\$C'!|Z0?UD|RH|^NQEOTZ=)\$099F(0HR),#8GP49X*Y\$L3?P@
MS6G"M:Y<052='PP:'KR."4|QL1.7&N>?|72J&^M;UA0TJK>@)/(P'2"TM4!=MA^;\$ (3E
#8?!--^1E,^=Q|Z|UN7IOH!X?Q+/J:%U7|U|6,I38?LVYGX3,Y|\$: MR5"TO><9SBGB@B3R?
P\$5*>A&2H.FZTB|X>"J0S!=""J_GPF08N,!QZ.A3SVU8 MUA(PJ+>A(+ #3
(ALR67H4)S480!4L.N(*"S^3-<8.NUF0^?W|D)?N|?EZN
MR+S)AZK.9UX|K1;@DSIL5<=>8?2?VG'E*,:|_6_>PUGWH U|XFOUM7I%O|+
M=7C^M.J.?3!W8:@Y!|D!XT890R I";+(YBI8)A=,%S!+)YKLBB%M);KQ>L
MK81K&NHVA>.#Q*,J2*V/_ZJO_!914@A*\$003&.&(Y4@-I\$!AX/MIZ/,DUQOJ
MXH(YO|YKV|XQ3-Z;%8Q;_4STPIW0I6F8HS-4.C@2;JE74TG62'88*:ZL# M1Y?
LM#TY0&4<=.E W|^T<_HS7W5I* 4N5^^US@8L(T6N(&!BHL9SR/@K3R."
M(DPB08N8A9EA4_0H7==EBL-^9P5?W, ZE%3^95&731MSO;K;NB%FA|0 "XM M*S5|?
B_EVKV@4GA Q /=CT#/XSA0+,SA|NTUU"KRFG:C;5\$MIY)/\$|U.S4)
M:ZGB=/^OWNNF8S/J?RKG|IL4J5(P|(VSZS?8@ A&A1C'T<^PH40?4^!:4A0 MCBE-
_3P2H.*W46J_4Q#N|E^=Z@;5Z^-:T|/45C3!|P|7* *@XD3&B):FRDQ
M1FOB|J1\$:8A_.A=|Y"6;HBY7|_JHVX^VY1_U+|HUD/5|=4|KGW1R>FSE9U_R)
MRJ"F4N6|BUH^VXT/(")|LT_%|3WE=X9DO9/49\$V;_%\$X<|32(8E.L|&D?;
MK|V+E8)14EQ=>63 ET<;QA0H75&|%QYR>|WZ8P|G.^B<^@%>K\$: MI'NN&EP"
H:7_Y|!|Z;3?|^FU_!|7XW_.,E;5YO(9E_J|AA|4?|O/0WE&L MZZ|===2RS582A%'0;"?
V"\$VRY5C72|!MV5|8CFOQ:|DH7|>O'3APQ:(1A@E# M09IG" M2H(+ +2D17(:D(HIC7VM
Y<'*CK>2CI8^.;6NV..^_2)A8#ZZ(V,1 MW_@D|Q?@4NRN-QD@Q5\$QAD@4QQ^
UP@|:KOT|WE"D6F7#16>"M_J%L1,+:& MZX/8EK2W0|M3Q/60^4?5,&XR-C4
/J9"0^ZG->1S.@J?G3AR2|>=<0;7K-K M/6^6/?EM05Z7U;K|\Z:;*NUPIDL:L\GA&11D&
(A2J2H6#9D3=|F#VC.+WLB3UUP&QXJ(DV2NXUT9&V MESW1\$|%2^N0,L4GS)WJ"
|R=0--^";|G/%;NNJFNV?(-NM(=O.K;3GA1P-STB-MX?
D|I#+A8%;W7)%FZ,\0(\$%/5M#F>5HDHRWSR'*3;92G11ENCR-/P>WD|=M;
M|JG4\$%VOI_?1092'?>,DP\$@|G#J\$S='9^E:L|H88PL M8;/(9-
_?:'_W_J#WYD%#@#T6KQI=.;N5|M77FUF-:O|ZG6E!|@+-|HA'!4E3
M%/A^C'#J\$U3@(D;AT&:9")?5!?
IR9=UZ4_&^S>P::&8%>S|+5=LK|E;=EPUX\$"93;4BBI2W72F!*H
MBOW@\$OJZP3W=EZR>E6@S.TH;^6@NK'2):^|9&">Y D) XX2\$JDV,=5A2D2.
M""\$^R400AKG6G;PN0=?E/XJ#UHEL>?"V3_#N<72T-^XL7.@\$YB4:XM|S276<
M3|V:Z05P?659/V;W4^>^A93U%"A1Z^5=-:9|M8((-7.I1#DO0LA,CZIZ:|/ M"B/L0?
Q6|^NZYJL9"PC),R(0HYP@'&<)(M1GJD*)%"+"*L|#Y1JEYM@!;F\$C
MYLV@VTH11TN!UO(?1#\$ C)O&5:<7+5E3",S|;771T+WRGGIE2-I>0|P|D;:8 MC+;!--
(I2^CZ &F-BGP35&'W)&(+JB=/E-UZ|@W('Q|YU;*L;\$*,Y>XO"N8->
MV3,#|J':U<#Y_*EPL/L4EMNNWF',2\$009_:77!JY*FCXAQ!G3K^G\$4\$S%|(MN?
BTK.M/&|B\$D!9^&".4I/KR?%"<_7P1AHZ59O6W7OKY@=FY-579P*\$|J*
|A)R|I#H|T>7/*D(+2#) MTV^.;9-F*(J|M/FXK&Z7ZV(EUO-
K2IL)A3,_6D<|Q5%18AE0)XQZ3UXB!)<M%%ADHB"^#W\$A8|2,%=+;_G6%<!0_11
M#>JY"EMZ@3F(GH+:+G|ILF=Z^8OT-N/>3&N|;U61^&F0>|"-T M1+;D&49)3>H/=
(3>|P):|QBD)Q6(|Q-9|4|+LN@31P&A/|Q1RG-A#R*TTA- M2TY1BK-
"Y&GN\$ZYE|Z<(+9Q1=%3)+V&)B"K=DP9&MG%"T6\$F>N>=");PV-B M
I*%%XIKEAQLOQ*Z4V',|L6&YP!&91G_ Q|Z;+M.OYG+|P-G^_7XA*_8H7C??
+NYCDG%.4)A%!&%, "T08(TA(M7R)PF&J0!";./%_.4U+1/7EOK5\>*1G1,86'2?

0L:;@!>J%%^Z4!O-@35 Q M8.3*ZUCQ-KQX&V:NO)8=F^-+3=1@;:PIB/C\$XTY-
%';X!M5H%0-8O: ^+E_O% MQ^IW,K^N\3O!6KQYN;=A2Y/+1LA!9H
%3^)W7S8'FMAEM*3(H&7E_8.3JH! *G<(M!C\$V5&<&Y6=*=#I0OPO5L@/O
M=^E:JE*JK&F7R,"X8#@/\$HRQ"F\$!3K08Z'6+?(ZWK
M*>*(=;%:;C//WIHHPT+.UMKX:(AL#K.R&U+?/1>[+!1.!O:;'7@ T^P-=W!5
MM!F0IAN6!+|E^G+T+U!1LNZF#^H""NBG=_VS:4")CL5'4!3+-#N>UP"HSUU
M;ZG)=LKC(@SWOQ-/&
+HDVHAHZ>Z'ONXA>0J8B&R+,Z0SPL%2U)PE&9Y04"W024JN,P-WS!
!JYYN'7^^\GSX!/?GRL_=X!^1!^=OUTQT0&_D MJO2V,2L*%@E:3W(PT!0N9K6V;+8
!T_2F1;F_IRX!^#V9U!P;_! !55(^?R6 MM_ ^!7!R!OLV7!YP_!;D!\$+!\$!U.*L\$ E/LQ2C6;:F"&-
IUB1*0Q1\$12\$P9SEF M\$<2B(<1=7RE26JT;O*!;!8SJE5BNOLJO?
C!L"V;P(.7J^0!7*H.YA9X+|Z>> MCY_5L;AGQ>MX!0;V',5)BJPY#U I"=U"*9*V?
KML+>EB!;O^6 M:V!P:&7M24(!=C<"GH^;S66#F>VQ3MVSXADTZ>Y+,(08UB!%ZM^>,
!DBO+3:6%VFP1E;W!-, W;:06B.O.%CWE>4(2#HE"(PS* M1Y(=?-*7U0HU0X?
UFT !PK6/, M>Y.+ #&&C3X"O?W:N6)A'J"=7M7RX!4,=;C.5VU_&JB;?/!GPUX,T6X8@O
MT8LM<&(C'J:%*KY\$30? Q1UD7- !66.!W=-_E'=X.4Q%&\$LRA':9P'
M"/MYB'+Y(Q1P3FDH C_-M%)IHU0M0H,!HMT ME!
I3_U(6FCH1P@3/T29""D*F3SZTRP2+)=2L'(.!;?7QX>;O!^_F3=_WY MUKO_'S!^9?
!#Y_NO.LO7^Z>O!"L&A7/3-WIRV8_?=-.F0+2=MUU^!BVWB M(C5HI@=+7@-(?
%)W8J:8?3!CN(!AH!#*JD>JHI_54-!U&69ODBJB6J7>7IM^;^!;4!?
BV(!I^OO!+0OG'3X'ORW!H ^W,%\$HZO4;IVJ1 M.7!2E.W/6<!C?
L=/#^92&T;!4Z!EM6NF>O*4_QZBF&OX7BGU>O**QK&O7W. MY6>G>/OW<!M5
M.PVL 7!9+;U'4K7%3_!GV\$PV2N!&9X"Y=G?4!>TX^B9EZIHLDE6!/54PLO
MU^4Q*\$FEK?(\$L3R1IT=6,)0S+J.T-\$G!N"!%2O2AL\$!3<1U>2<)-0TA+NH?0 M
_1HC:AHW(8M"@XSX\$;F!U4\$WVWD!>F:V;|+L-/!IO&X <8MY!4OU7+!JUN2XJ_KC=D:|
NSMZ24<.OM%V6M(M>QWM*^C9POP2UGE#1E-\$/1'5EW.F#=#+M8.UJ
M/&X0&*BY#16TZ^:Z:8%99 'COE:%1)!E >+!F5QTV!RTO>|OVB3Q% GCUH= M/7@!2VG
!LBGB'(%=A-'&2KR)\$%\$! 7.?N9!WKNFE1*W>92>'T:!.^N@%Q SX1J-PN. MG*L?
%D19TM=HI'4IC>G",4O:V(G9,*UI_!Y2%T5)C3!7WF6X!C(4Y1':N I
MCD.4Q7Z.THS2./8+'*6@03Y'J4RZ!RBB1GURQQ6DERJZ6.Q+/!>.Q/#IOF;2
MV9IJ?)3&M-.,Q!0!F&(A^C#!O/7KJHKK.'Z0:0ED>#CUND5'-O5F-
#E!CRTYV!CHOVO#HI?&T MP9LLAB6T"XZP6H!<:!="F7&0X*DL9Y@3/,*I_%N6\$(\$B
M&E ?^R+>GC=1M0=V_B0'34EO,7JS8,-??<^_1 (7<..!;+ MF&*##(=YJXUAYC-
:) %DN4.P""<(YSU#NXQ#EG&9^6/ H3("(/LD'/O?9@*G M&@0"Q?LX4(7>(>8R
6">L9TNNB%VU<11-D\$!3HEB#/:!QB&INZ)6U<8W-411H'+CN" MP!Q(7U;24;V!QN:HI.
:FTN5<%F-#5@9)C4V8R)JU-@@"8 ^R8G.=SN9>*";D>|)9
M1B(=D!4,\$>W8@M/AHHV(LX.-O:O_"WT@+&?%8+5J!MIO MY)S3. DR1-
UT">"M7>8)&"YR%DH2*[5PZ1%S;&_!_5?@??Q'&N_?WD\$!&)G
M5:2QD=L4'&:%&K>EK37T3;9T!J! "SV!2*V?X^IAU+>[NND*,!_-E%IMOG
M=>79V>VU7S++FJCK0:Z:#.OK!6O^!9F!|NVL&36>+A(H)I0B7) 4D21@*&8^
MHW%*TY"3V8*O!%(CH!2TOK%Y^XWM*0+2>J(!XL^;(_ZJ9Z2Y*FK^Y2TD*!_4 MR;CJ!#
(AEZO\$&#"J)=MHH/FGUU!V*A):.EW,4XK4E3%%IB!VO+J8/P!9WR!W?VFV
M5_UJE+=TJEA24T1'.\$RD Y\$@JA(Y?:4BQCE&6,(!UD0AFD6%#"XH7T"CK_!_I
M;EV8)A);>"!101VG4OD!;:0\$!;!LL2QM)@?+3H_G!)N?LX^9PO%84)!G&&=
G.!3M!R;7@?* M(\$GOX-R<;V;&ZTS/(BUI F:M0G/-QH+\$D!:/57IGMU2"ZXT*:0#%NR?
0!4B! M_4H3_'N"7"(P!O_P 7 5)^7BVYPM!H0I8RLN!J=">8+G!8QPDDDB!@01ZC(
M8BQWM#@K@HBD!NS=K?OZS%=W?W4! ML#V2YHSC.LYC5#N4U^>?PE!)\$!C))+,+
!COLT" ?(<.4><'X4VU(VEX, @7 MM'3'DBRG>2X0YK!JZ.4A(E\$4RV!O!.=%G"8Y\$!-
OO"J6WTM!0^+;^KLA5?6N M8HP-0F>YKU\$'RM1-*MA5\$#2!L(:? M)K8K6^8=?>[1
RN&/>:!CW>O:OO.)!|)S7B^ I&;P_&HZ!D:/#3UG/ M^_T8GOW,9T!ZL<&
!\$YOKU%8'@SM&I^UR<*!P@TX(!QO-!W@+_ER^?R%ARM2G4! MLV7-ZSD
9O/J4XSGV=1(<,"WI@N"!0LZ4IJ*ZUWCMRTB3U-X0!2>[KO77(M MO8-%N(6TTH!
(UU6N5AS!M!F(I>+ MNJF?P"\$K!\$!DL;2@"<)91E#!@AA)=T*3@-
!#4!S)Z9AV!\$OZOGIT#S5K8Q1 MMV/E!O.NGIOEKQIW%>3'YTQ GK L("%*8!Y,J&2H*)
(^A5E M!8US%N-!MN O,FAFS_J>_A0!+6>P:8_!A9 M>>9Y
P@ (Z7#4JEQ^!9O_WB_VHM;RY>OJ0?Q6MY?HLSA.&5;@&0 I06-38 J>=P)
MN%8=M\$;F9<#!J6?E9QE='3FW-M!\$ \$BRU%;3.%0@ (; "H2+-4"D<*!2&66&H
MD5\$ ("^B:TR%:&\$J! W!ANL:/>H_TJ5SP>|EZ/6,1S;,@P@@S!2WJLQB1+,L0

M\$[X"Y!1^YH-RC1/R[KSJM&G(V(BR7^"B@L:M/(N/Q+JI>-FY^JB"!]*A6-Y6
M+N\N)9G7B/;#75IMOS_RLV5T=<O//!@-^'_"&[."S^-FFFS+^?|A=V4'M\GT%V:'!+!A
/OY)*E;?2;X|_+7Q5NI2#6U6N!Y/QI+.=Y16@Z\A@607'BJ M%D4-*/_U\^/IT'M<>0U;.!
(#2V-^VT""H+Y6EW==!6CGO7I0 #IS0 H-=.? M#H|27|@=>\$K :P:IBL\U7HE-;3OD5=-
&G73P)?P((U)2A^)?1|A\$28H8UF\$ M>\$I"\$N5AP8D6L.=Y4H|=@.HPZ1N@I2KKG|TW=
<>D./@/P)%Y7%L:&09K.H!9 MNA*_BZP484|2;J|SP V@&FH Y FLJ<,L*W"16F#G?
RU)1T_[XRM,=|:7DF3G M)*_WAMFYO>U&VI2G'P':4(1ARS-
4")X,UU:GK834:","%*G/2.K|10\$Y:9^E MZ#JB^?+E|OF+IM?
25Y/>&=,J,|HI6L6W/;"N\$8GTA;6TM'K/+U)#TS:XI? M<_1?-
5TD\$%/,!*>!3;9A(0BR2D2()@\$22ZW82809@%!>9ISY(LX")Y|@A@<"L3|>W8(YCD+TV:
M<?*ZE'^4Q+7C|EP""|L/F"%VT9\$|%=?_AV6:1WMUIR9O&,31KYRMY_O!W"5Q
M3C>YZ'@AW_5\WG48/XBGS:16>9@LETP-/NH<3A+B-\$|C H5"I BG020WF%0@
M&0ER>?Z3VXP #5%UPJ7C3:2MTRU.U^EVL&JLN4R|(6_EBLP5GU=JD.&ZF0-O
ML*>X^4 UH|_O_3\$!PHSE=07?T+PV-FE!FT%X4YXG#::=ZGF@V.!4V+PB\6/
M*A|P73^(QZKZ1W6W8)*Q?ZW>K_^L6/U+M5BQ^T7SF_KCG/U>KQ8O+L%JVK
M^9=0%?M"!9M488>:8U_|*)5;M1-C)8?#W-92|/"#W37=+|(-J&&SY<*[7KQ|
M@S=77|E*O3IO+N|4E<3UV|N|LVEW>^|;@KKJOV)|^XFCZOU M|
|3T(9Z_&IW^|X,Y|1_EH|,|:L2NVHVN;2VQ,-G-KEV5#2|_+;|L%JG?D/JK
M/#BH_ZBO|3LR&A\$64\$1B6,B M_8B(4)ZI78*"G"SS_FC9_)ZY=92IYTL|
MJPCF12|7#MA|_2UY#AT*\$|L,@_JV'<6D%<-"E!|?7E9W5:7.IM>O^*U:TYVW
M7!=AO+Q433>M)TDN%WRYKKWA6;K+TP#*27=E/G|,A<76'9QH:2P@M"C0IG5 M?
NXN-5V9YU\$1=BHZCS|ANIW6JVI-5|VY4&5IY!XN?|:K;_S3IG|\$LYC\$@A>(
M8#|".&&AJI'(\$>,8DRC.TSP'86#J\$'6^H0Y8!0/31C:<7%!7X^60G7W5+MJ
M@FZJEVO(8%05%|G:OJ|F_5X5ZNU,ZM)@G?-'=|+WQ!
M2UYO0_SVZH7RD.0%QB@@<8%P)KT&424:E%""4TX*XFO-P +2=7V6WS+2'ER'
MK.Q4%\$(NP:"Z'7<@#C4&/-X/E'7|W90%*"AWHS2SZG)KWS18I3ESM1Q:/X58;,G|?-E0?
-?)_GF*.4141&86&.BC0E MB\$B'6J2\$9*D>RL>QQ1T|S8:L3?Y,?UE=2||=J^5*1UW;9
M'OCK>KWZNJS4S?3S|@/?/LOF\$^ M+N;\$=7U/B|&UH:ZN#JL-
|1WXQ,&WUH1O)_*10?_=7|JDN4/9MS@)U4WS#NT
MO6!;4E|'V)6W9>;J|QM;I,3+/8@UE8P=L221P?%*_FOK="ZG/XF'LJ:FWIW9 M6|
4?);_D9)UU5|J-FD&H|ZLJTK&*FU;35<_\$0LLSV=,H#3@1,\$,\$I3Q*\$)I M&*6X\$(3+2,V-
D^?;,3@C(G=:ST97!M^-S.|^W8Z4;'09%AM=6+XX"10#_4 M^5SN)7X6(:E2^D?
14G@)T%\$076D;I1K5'#TO56KESMSHS"8^|?6E8-9,W#Y MK8'6:A.>&(\$6J|!#.%GP"A?
=77U>KQ|!5|=|U8R^4;BK4/04C;6^|SV79,R3 MG'E;UHSNO\$|K"G039D5-EN_'#C7D_6\$?
206@@TNOTTX3^!Z7;&?%/7'U=OX| MPX%T/4AA|V=F21|EF',*(XHPE@(|(H8HY
1'HDLIKG@L|5R1>9ZL<0!!9 /MV-
#1_H8_JU>|Y08JDW=D@=/F#02B%PA<)"W,E+=HH'?G1(3/CCLEAJUA<0?K M3SL=
|H1X|^/@3CYH9FZW7""Y?|.VZ>V9_/6D)\$4Y+UF9I40P M(|VHH /ND:2|
>UFF+@|L|44TY(1GZ,VJ4EKBKYOX+JO.:@>;,;|94'J!U\$@_M4)3Q F\$2)2B/LQ21D)*"A0&-
\$F&M=G2"(8OG:R,-)BZ>5Z.>%|'J')@?N%0O M=BM&')M@E,D_
M\$8V)"V,TR%*3G'5).VZJ.6KZAVN58,9:3-2*E4UWWI>,#R(KDKU_(0;1<\$<MOK\$1
.5P!\$#B1,H;,@|' %LZ!*>&B,#J) C,!?0%0R1*CA=RX#FX1NO%FKF
MP,=R0194DGDB*_YE?*J65LX"2M/(1SP-"<*YJK+-(^5BXH3Z-&|L.O T+GN+!^TFIZ&
<='P|T6VA+&A2 MG18W.:* R0\$X.OPOAC7S9Y,F#3RMYKKB_|AZ|_
IMW4:_*OJSG4_07B F|MLC.2\$)1J/R&+459|?ZW)\$N@GA!CFRD|J8KB)JL*)X@!R9
MZ|^%|^TB'B=,@ M)SQN"C%*-?VQG=#6%&D|DJ-?YPEE/,H#=0H7:(F+A8IREA:H\$+P-
(YB0K(<ME.)SQZIK|VZID)=#1-\$WQ9(GEEM442B4J+O/3S,."\$^%6#H,|YV05'6|;5
MV)JC>%""|ROO<5MZ5K9(L:T_XI6 MP&=W\$I(%)B0/(HY|K'(W!""?
2P,;8920*TY1&01AK=2-IT'+LIO='7%V6RAW3 MF?_4_=NS8WC2KKH7T'\$GCB|.D+8P?
LEH;Y>KE,U6VQW;WG+7|08&KK34R MY28E5WE^_09(2J(LB4)"
(*O/0U=7V23R(F4BDQ+Q/*"3'O>>@A-'22Z4BA/1 6Y:2Z^@W;I1(L D4K^6\$|!0;"G=,RT+?
+M>!T!|D+N%/R;|&^)G&;49|@I=4S3U\$N"A&&>QQZ.|C#'#6:K^2*2*>V*:267J
M(/@T\$/FAKZANOWV|?OQV=?X@"YN/J/+VYO'ZYO?KFXNKZ|>@#AJ,+6:|>;#
M*00F"@!|=PRZ+2,|3@RML-1CQ<0'6K!2SA|FMXIM;1Q='ICT)./0%RHAP&\$2
M9BIF\$(\$^\$.BB5"^E(1.ACFPDKA#9 :OA*-+X/PGB(L?;YDL-|@X70%A5O M?
3(Y*W0|2&3D^K8^0??+VGJ?MH|V@3*NJTO#SPJPP+L4X|L,44Q%G*B)@ M,@T30A,?
5*&R1V'H7;Z3G\$1_++1W@^_MNRHQW|ZM!87OT!L9W=_Z'I7\$X2:|
MN_|H^A|A0YME8V,K#-M)0,.)SI^%*?/?;Z0!&84

M+1%GF:V&|0#SW=050|!^>QIB@P|?3&RH47L/#WJ82N\$GG*J0
M+Y)4_4\$2@7.62)R1B 5>PG,1PB|5P"P,G6(-EE1G?+U;Y8:,^,MA==7SY0: M=6W&-
\$;=>@+C#-H";?\$YF&UMPVK7(E%5M9,;)PV|/^3P_65WG@V1ZD-\$7Q:E
M%+.E4QAP>^6XGPOIRL#/FA\|)5%#/E\$GH2K;GUW+VIA9ZJP='WQ;;?T^CD(=9 MFJK
|2P^6A|LUC4DSC5TY|>W/7!YP3|GF|)!E-#(M!|U3 N!|=D^>80UPTW2'U;|D(YC-
\$V#+*%23VG70V'3U,/\$|SEFOJ0L|&.6 MYE#4E1YR0U=CK8DW(<6D1=WJ
G>|L;@,|6AFY.ZT S/TK6+;&J8VJ-C2=@JC M8B"C.^B4/F)CPZ48""X
(L7D+801;TJ.12'T6+DW4;Y_7HG'1=L!?'BNO"KE0
M7Y6ZS,B|=!JPY,"6WG*"UJP@OA+Z@-%R4||#V_(S==;0Y1W.ATPD-Y@/L"Q MRF 3SN
*L!MC!J SWJPRN/| |DL7K<+%;|!."EUBJ'S1;-EF@C,6"l9\$,8YE M&N,H4^\$_)33 29K'?
!|SPFD&"0_V20SL*#3!NH2W)|@G;|@_HPVR;/T|*F%GO M"CA 1(.5GU5+&?
+|ZL743ZI@_UOY>+|!EF? MY\$GQ/O63B\$910I6QB4!#36HPA3#&.&?\$CGZ;!EU&C_HH3=
:VO88R6I-W4 M\$C>'L^|35+|!.I0?9I66HH, KPT\$|*^|EMW-!AL ^&ZB-@FCY'^=M1-
LJWO M5=XOYZ2J9G(F^(T2J4\$UG&9"1I%,!?'9#P7%\$DP3GG*78\$XP1WTO4E@H;R0GF
M8&"SOF"L7*FCY'Q1/&&-Y8;*+3 (%860X\$0^7,FF2;4!50?-M;4G|)VNI TS
M\$|1E9X*V#+G'50+KPC'2DCG|GX*|!%;/,30F^\$*V4?L&,RI4S(!E MIJ*
(*,@B3#P|82B.|Y3D7&92;-+VYHB(51M4O>V*(G6D"LG%&<:ZI^M;!NP MOX._-O#
<7S,9G9T&>HF-?#(P\$7S_E&#TEBTRRI/>9^_%ZZ+45^F;|DE"XC0+
M|@B+B*F3.DO4:2%G.>89ST@>)B(1H\$KV8X0&#BY:LFA#U|K,|*BFS S;A?PP
MD|82W0+AI%|N9Y F1B,C&'2+^P^;,F)Y| |8JCNR(Q_692/Y,=_SL;/SXLX
M5Q34#XY4JC#I93Q5>S;-TQ:'!>9SC+ AB3#T12H_DJ:2@FSD;|H8V|N86JD;|MUT
)&F+U^Y8M^|LZ*X4;^H6!U0CT&.*?@%H5UUR*>:-FC=_:810=TOGLJ6;4
M,,:H9I7JKO6\$GFUP47/_Y=O\$^|W&-A|.78 M)^J<\$24J\$LG|7.(T#J,PS3-
^)\$93CX|2&="CV1)%-56DR\$)SE1_U8IJE/\$-: MJ_RDN: 6F MK|>7OC)-(A%HL >_GG(I?
9QQ+|9>&&<|4@M+FD B<2.J YM@RT/=|TQVN(!% MVF8:-
NMG>L%9K5=E>PRL*F1<7^|!#I+946!L1G/42!BDAH^A+^QEF*>HAU=_ M%54EQ
;K^*O&/MZD|MC5_5Y)2YTS|4_!2F_J_8U-<=/XQD6% I'E;Z!C8S|^OGH:IZ|7
MJ3VU'X1^|:W/6'D4UWV^Y&L_|F ER|PL>Q9|-1>WAKIX4^LORO=V-.4CH?;.
MGHTO"/>RB&(:\$*(.7+&*)-JC"0)1&G29)0(|PO*.'!SV\$-&PVP7<,(^!K5 M6(F&^=4!5
_JO>UK1==GM/-G_ZSY0(-4&%=Y4I-24|;G84J(R|C"CT?7B/MQ7FE@7Z 8P+|=7-RA-:Q
AP?SO@D#A?2| M ?>Z@!E_GQH&&")K+J|5/X3!|J.U09B+VNU^+QE6=|YJUB-
-,820(T^%H5& M"E._>%U49/Y;N5B|5E"8*MBJPWV?NXR@+2=UDF/-
"VJ8&0;;RDX1KFH.@=3' MK3BT4|U>O:'E,E:|W9U8W(C%Q=M3/.*"+5=D/G_7EXZ
+L(3RXRPS^F1)3?J MOXLWI:XG|6%00,L.TOR &P=/Z+O#X|O2/Q?
=OQ>OLLJAXR<%1;-|J UMR31P|SEYFQ=,*\$1;0
MMYN|:XW>6LV4\$GIZVJ;.&VT|A0:L|F3.A@@9C63U)#*T 4W-4VT(0I\$G^|7D%FH?K;8,
(N%2PR.N7LEDO"WK(H4&G^M.-%5WT|"+E'0RQ*OZ?'H48CSD >89:"TN<@S)D##
MTLS(#FRX>U |KZ1\$;W4+B|J:Y8OYG)054N>1H+W++2=HZHULW#W"H.9_!|Z
MCF)!?=&:L3J|;=Q1;#3%ND,A|9R2>Q!\$GJ-\$?R(RSRE%|"/TG'S;SI>TXU%U MT:
Z|H=WH75M6|*)R'+FX2RE3&WRA&"?(F9%V6,")ZG1\$"I#;U>WO|U?
MW/WC^A)=WWRYO?|V|7A|>W->>Y|&|G'NH%9^|3WN#S8@#R#M3,|,GPP!4
M<*K%S_T,F+K'_U8^EO6=U7L=-=0WSM/<"X(PD3&F69K@B'H)SFB:X3CB)/.!
MVNFE470,24H#^X*:KBZ/6%->3V:HB0.W|/J.C_)TJ &VM_/#!%*=D'1-
GO.3WXE*T9Z0D(I0J0ZWO_M.MEUJ2_|R_?+!1?33(2I%F*|S!3AUO/BS\$A?JC!*JG,(:V
MP|*DRI9>+ S72-HS++E_9%-VTC8?5LW M>|WR|I>9TLRU^#S>E;J+AF|7%3+&|&
<^I%@OL|3G,>QP!'/'!9>\$*KC:YY' M1,HTE*"DUG%20Y|?MX01:RFKOU1
?.@>51D>79TH 'AV| M74_*YNKL>IS0N(?7DP+OG5Y/OP\$_OCZ6_*
(LKPO^.%O.C:Z&|M:V/OJ&N8G MT|2G3YNV@L#;Z7'DM3X23N 2XKL|&W&5^K
Y2|GZ%QY6"2K0^2'I48|,1X6 MH7L|/*\$|8S&%BZBR25*F?',RW0S-B,XXH+A7'@ICK(T#;.
(QM(S:L8^O/S0 M=R|K8G89U@^J,+Q5L180>(%B+)O%H,)#
(C@;0KBS^,@#!@|)MC||.!3C@LJ,!\$O4)U<4CZGT.GGBY
M5.>ZBU*0)L,21'Z8RQA++V4XIN-(YUHBS,(XEJ\$,4T&,^LT_+CRT4>F\$@:8%
MS);LR'XZ+6(K\$=!TS(0!I3@.<6Z5RIA9:+2DQ2'VN|F)@|_|&|6^;=K>=&"&MG\$0|YSE.
(A+AB\$41)BP.L.|E*:=QE#,. F,X3FIHD|/"^<>L_XCH9^%5W|X!ZL^F-OV-
GOM=X;1;74G6HZ M(9;&:<*2-,JH!7B2*J_\$>\$S3*7(
J:"R9B#X.D_K#|XPK!ZWL)4SUK;,%0| MJ!\$S
SU#3IA5K@G5S9T3=/6#S5=U=J,;,%P_U(51/DV8|HG9K;@>F+M4U&O/\$UB'LN
\$NQY4:8"|R#& M&>YXMW 05P&_N|8.8D_|:?,SE7MQ=7|9S./H&=6RY;HN)-=_Z

M.HGIXM;F*Z!O!U&:7=^^B=IVY'7'YO[4?>0G_31?-R1?A8;%G#--1OWXE49 MY+-
BYJY<*"?YHVJRI.T"*2)SYA'N,19IP3!'FXSQ7\6X0!'," D2SRB)
M9\$IPZ!U\$B?,97!X:2#)"V%Q/99)WQ\$)!4NW@'4/>@UM0IM9C!<UV\KI;55_\$F
MYGZ[DPD64\$"' 'N^OFTCB<#\$3WWL>W%,\UQR/P?5^_;0&MAKU*20#12:Z%&-
MV1G6D<PJH.@!G1TUW@EKY!YA?8R"B*P"*DKC@E"<%GD/B,+@%)!
[ET71I\N5]9W60C=L+_/%JRWf=YB2T/-(B"5G*8Y"G^",RA#3,\$DXIY\GYT;S%DV(#9YJ
M7I?;+B2JK[5KZO93UOOT9F:"KK0!3!#8*!^\$+E'0M=ER8=(9PBY1ZACY8L M\UC9^
WBFNUH!X%4M6CW00>PD,53]>*Z/9,*X,P#T22JV"7^GKFHX?S1!(<MOU%*O2Q-
8P*R=F/*YN^QO?6C"!%K* @4/8T3#RPX,]>BF>T/HAN8(VA90!L> MZN/QA@M4LS&(6P
+[\A'F-,=U6& U?'1>| 7L+A<^*S'2\H2GVT\|V+>#%MX MGKWJ@0N/@CT7B_GBZ?
WKC.E\|V\H\V1 '64)\BN,P%SCR\$HIS\$678%R27L>1I MFD7&EPT6# Q?:
/[F"]5=EFI+6FZ800.6*T#&W4;=!G<3 RL1YH&Z^MOA!BEV MT)8?M&;(YNK"1H&
JXR!%6IWM3& 8F%7'F=HI?<*Q&;=|Y\$SI\ZYXKDG'4L M\$;W;.:9-?,7UU8R*11SF6 @X3E
M.*)!@*D?2BS2D/(@B2W)*0)5@CK1GO LU\WJ\$%GCG%<=Y1G>/&49Q94NU4)
M;";TZ\KE3J7ROJ07=-OJH<@IP;"^L*X/PTP7'!S8T5L =L;OZF9=FYH,LM M\'+3?
9X\$0L0R37&<|0A'(LUT(WZ\$O22):43\7":@T_4!&D.GT#KS8;\NBB>L
MUGA!FH\RG=EUZI_2&-F1G^F'H#)LX\J>+12;R<+B0K@K(#U 8MV3\N(A\ M1>
(\C\H:K)P5@O\J"O67Y9WZS&M@&AV#Z>#KU_>KIL18'0U(EN=1%&#&0K6-
M!Q'#E.H+8I\$%?A!%,N&@;=R8\L#&O4-5%U7SAC%\$&\Z0+FO4I=FOZC5@=&2N
M75.3'T\GP*-KJYV6\Z29F-1_HLV5UXY&Z3M:<^72+0 5XGD77MSZ\:
<|43CHF>)"A\$R\4TR06.6< \$B6D>)4;I MLGXR0Y><;"
(#KL@"V\H\Z\7,*YPO+PVF2Z'D'N8\IE#(L)%4G_2 0/#80 MLC^#D8%-_?%9E()H@H\!
[#EZ-4APCZ0MF*MHF,(U5VC+5A,J;:_1<(:ZK\$U0
MK5FDN4.:O9%T#,A\GZ1KNQSLX#J'I<,**HW+7I.^N.EQQUH82=-[F(JRZ*I M-
@UP*S\U;DNY*)\J0G^ ^M\^L@5B)#&)E_ *K:3.!):C\$D8JG-DFK(@R#/\N
M9\!;*C@/(\^:'\L=#=;B;Z-/0^@D\9\$>+#! LBAQ8K?;D)G<:A9=QV>O\$5767 M!0?
C%GW9JVBO%NR,I>S<6=VHNF+ZL%(J7^(\DW<+^;S+XM23_>>IEZ0QYXD
MF&3JCT@&NFZ)3^S#R/ M0ZW
O,Q9"@(\$\T,Q'3F.4\1&=1*&HG\T"*;O6<8R*UJ)OU;*E5R\;7^B5JD1
M75D>B2R4*98IRW"49BIRX;DZT@8)E3*.DP@VO?L(G:%CD@U55)-%FJ\5!-YC
M>C(*\Z7'A@ZV @.CPSZQ7*U^Q^A,NX.WR_JWBY^XG\$[8\U=/HORPV%G7;0F
M>.QG04APF\$0^CGA.L5HCPTD4"!9X+!6<0PRVA\;1EM3AEFGGV+,+-21N# K
MK8GN92=D/ M'H/7W\$Q0N>8'O6X90HL-1Q/\Y8G:%
.4\AID#Z8&J%!>ZO!#2NHPPNZ\6CP
MIK0&+;)X*STXB^IAU\$>.\JU4LO_UVRUC"UO,%B_BD?PX-.@V2*.\$9;G0?1L4
M1Y\$06,-.8QZ)B)"8>:\$ \$119\Q 9V/-\ID)GS<"4W MS%,T5)\$B.JP(8(B\$SL",>TB-
C&Q\6NA\F&.#=RR+2X2*6L0&I JK1E%&JP@5*?MS.%TOE
M\%7%V*YCYWFN2*DCE4I%)37*VZ8G.LZ83AH2'/JYCR.1<4OYY&,TS1@<2X\$ MS_,
<(S2P)UF3U1%U VQK#1\Q5%5FKL2% F NPTYVL%LX)9@C\SI*9E0S/R7L M1W,^ ^;REV?
ZUTO.+UM\JF)\0;T,1YXV5K7\XYRF'(L@"&C 5&@0&4TY/\S\ MT/G^Q\O+?
-'=?/5-|^+AF=E'P/>,Z_)0E.MD;FH;NN"-_AHFZ^; M'_(\#J10T7>:XHC1&-
,L)#@129AZA*:QB*9OHJ0+XY\$!MKQ OL5=CHR_S!O. ML%R4N%*\H6K#'-
_H\35N9N"C:!'F"^JVLRT?\$\2K3\WE!'51\$;^HLR:9-J%
MR_\$PKN1L9;D")%@U,QW537WLM'89@QPA/LIUZB3Q!\SEGJXR1)DR#ULH_2
MD"O8)S&PZ;)UGV?P);8?768&?1Y0@(#C*Y\J0D')?%59_J/H%Q&U*/"KC7
M>7K\2>L+O7I^TF?1_-/^ZT/!PA?I U+X_Y5D<>8E(<>B'%\$=9HDX97ICC,)*2 MB-A+?
9_-IP'QZZ1E\1<_A>G0JK'7U#XLRK*>*E9;T93\]-6=FI>=KP_-JKQF: M\6E-^!E3\I8\#2C?
DIB+P85\$IV@_- "6 MVU*OC9SLT(<9^2FMF9FY0UW #+VKAEW2J*7MSM-
A71DZJ>HC6KLAJ)-'?'3 MU\ZH =[VN'!9\$Y%Q*C/<4)B%5>G48P)"R5.0L)RW^.QQP)P(7
/P8%-MOJF1W=)"08LBH3\]-&=F\2\U 3/H/E4,53-L(*C+PN\$^|Y<<"@WS_.OYCSOS
MQK<\H /ZT' P*Q=SJ@R%MIKYV+?N:%,>#83KSG4T>1QNC=+=|OOI>\NN#_M6@?
QAF9XX-6!S: ^MW;G03=OJR\|>=*VYNA(?D/6U\9XH*,\JC4CH\H)P0RLJH M#\JTWFC'U"-
_UHK\'+(\3.\7!_REF3\|:-^E_-?1)Z-X\$[0W0E8ML.XVFC(@@ M)G&(DYBJP*EB>X%"M0?
<9CGF4C4\0%T<@ R,+ "-KAE I.\$ \98%5.H J/% MIF1^+N!S L#J-
HSX!U0B,+C_V%&P46C+#5JS@S0_F^9\$AU&\I2YQ0\N/&
MYL*V00#;==QX:4V'0S3/&!>3DF\$ ^GK)NF,8\$+"!;.:9XE@))1\$VCNC#9V! M?
4Y\;D%OZX\$;M6=!=^LTYQ%MV?@2*QV8WE7+MYF7/!/?WW^O-
\$CC9BK=!50.WNJO\IE3P(\$OTK.9\$CY>- MB.C+/-2+\$CN15Z6<19XD-'YJ1!9@V?ZZP80?

6-Q95B0% #R\UH1;+A 3B%
MTERM9L8^C+)@H_U5,^A77.AL0P=XH[9?:0,J+TUI#CZ(\$*|#5+\$ISPN,;
MHP0K9&+;)7P% ^,&_/E[^7O!R_O[422J89^&.+C#P9J[("D53?Y^W9,T3,?E M/IT&<"
(RS+9KDNB@S\$XS;2=%LTH)%JUM,3 2<&ZZ8'3#JOMYI>EX+/E%|+J
MT*!&O8MYGL21C'&>4(XC*5),Y% @2H7,PR1B)-!@NZ3&-@.&X)H3=\$*\$O"
M7LRVW?.DA9D@4%#P#GI<%D<[Y0\$ "H^Z(OP7\N//U/&DYEK-LZUCKH70W*YWP
MNY5U[V]U1J[K6G8+7)0=;() 'M?7&:I+%,&<6)""2.8B_&61!3+%*:Y4(J*XU MF.-
G|C\A.;JM^JVG>4I0OWG_R_-|/\$K*YFP-;"D[5_MFOF!\$G<(0Q7S=-
)^H/GF,B2QE+"0)XX# '9NU\$>RL/M?
2N_IH4T,3,7M2H0I,Y2R9@R&FCK'A'V6I)Z17[S36J_ZR-=KJF48QOZ," MK WI^
_VT^6J2L^M4^G3.1Y%/0ATV<,R4JL%%I1E'')&K8L_KS ?HTV_*T1+,3"T59#&O
M#BJKLQEVQH1'GFL'5;:X;3 M-)(@5+@/I#+*"2Q#F+<^D9J1(=(S!T 4Y-\$FUI(DW4?;
<J)/3&^ ^YDL(M&R@D:;!ND\1J.SZXX&B|^N;M&-^D_S(8JJ:0'YLE@L
MB\424*K>KQF#BS)72@&>G&'Z< SA;2RXW55:|KC7;>9"+ASI6:T@N7D+9TO
MNAW|+06;U1_MO2ZCJQXN|A_2|F_%QO8F&OZJ,L:CA GQ0/U7&4)TO5F.WE
M3K4"L^93"AF@7|=86E=SN4|2&W="EZGX>|.ZC%^TQ+X2VZ75W^>B;5CKCB>>
MA@%/X|3S<)&\$.8|RR.Y2#U,:9QGT A)-0@4(#-A?DW0&G@ZVG
MFC_.7M0CM_)!;22NI9T430CKGTNLR3)!?9|C^^(A\$@F229P*#C-LJX%X&0 M/JRP-;"7
4S"6K.*&E|KJ^P.MW:SR!U|=F;.:Q/!.;>1OPPAIE99JR[,4>9 MG6;JIS?
AS%B15H//S%>WS,^6BZJZ*O=RMIQ2|A')N=3HI 1'+YP'OL\$^UE&M,R^B
;:|#H;VR#7"6Q|J2NBU)@7,J';D-TR;VDD%S(W6 MWU"P3/>.ZS|BJM MV5EYW-
SEODAI"Q/->+,0BU+,GHK+&@F)O3^6I*@:
M\$U714_VO>8/=L4E|W8CEK7PD/^YT9*5^L5R6,|H::H-^7-P1#:@T#7.>Y|X&-M-
:/45T&.LDD;J" GXF\$JLB3,8QG")B2,RC_\$.*RF*EPVP,T:"W"YY1\$1*-|MS_ETF<="R-?
(M'FBG*TD!<|#G&@?D%H%'I9!\$.F^KM^MC8UZ_ _F3-MI&_M|><%VZB:6M@=.5
|B+.YVIN@5B*T% @EU9*K3 1VL.C@:\$Z0;YE2PK\$2;H%8X MU)5.WOXT|CF&
AS|8W&)*S@:|^.#%(|L1Q\$!R="P=|T <=GLA2;V2>@ MCL'JUP?V^=OY/8A4VNQK#I!F
=@U>\$!R@ZO0\X4&7H+6'8-;(3L#C!RV"AZ7 MR+Y1\,"X|8)'A=JKTFPYU'+N|P5K<1?
V6@5V|D)6"9KX?J1@|'+-1>N^MCRGQ(NS16:\$^S+V0-
,\$CQ\$:^GIS0Q8U=*V10(JJRO!&TX\|P(M,&|A=Y\$W;N@//6|G=%NC/^Z>%TMJZ_B3('D>|
|f>@ZLH?6P*9;DT('S\$K|5&-FJ(X\$AMEJ=H?0W>" M6OD'J#VZI8/M)!OF9D#-
=AO|T4T#A3_6|M(?T@|&LO"5QM% (=I)^:=UJ^?688|fT0W9I< M9U(W/_S'3)1JR>?
WSPM|)(3GE0A>'J0X#O4 4%\|G,<|52Z5DRS*8M_+0JO MR(3Z>,F&#>\$Z%7ES|0?
ZLV\$!>-R!*1<86KE6F6VP9;M^V@+(K7K^,N(|L^)MR"!J.1JC@1:|N9NJ7\$X?Q)-
>^C>Q>"K)Z_,D7G|S4_RG&492W#L)3I/(D.<MQ5)BF; TEP'+2IL^LU0(=
MDU;_VIIS_HJCF*V1>&OS-'O8\$M2,O,Z69#H;|%\UU|1.IUPNJN5.0;\$,>9H'
M<8#3/,YPQ!;!,^(3G.=Y0(3ZCX<@_"0#F@:;.)>4ODU@6XZ:6:GZ|G!!|3!H
M|>^&1>"MLHEBS?9YQ^J" f7>.'%I31YK|9*Z;8"TKI#5#"B."|5FKH(|#7
MJ_"KPWO!%F^B?+^55V5|U;D%,OHZ*|3U4KR< O\ P76:X;_2:NK9|17|1B,6J
MFK>C.NIO>:?.+L OCI7E#-7..^@PA>K"ZD#,B,-KM'\$3<|E4=Z#U;B(|+SM5W
MKI3QD+F_V?V>KG@8AIF7%(J?!Q+7QURPRA3T:A(L1|Q07PO\;/:;f/YF! M|
|H6":.EK&ME-&VDB"--8K|<5!1_3;O3GR8I=M*:@\$&TB?8&9 @|Y<=&1BD
M3|1|>)>#>IRTOU=FSX"L-'G O=*Z++5>E|M N^+V8:P-O<-53?N(1|-, "F6B M0:SOZU(-
|f\$2F;CU!T|Z*OWEA.|>WP4N=:6F|JR*RR;^"! MJ-
DL=#MOJLK3=%|2XV%H*XN|@&4Q|W;AZMD|[K?8@D|#|,;JMBA7|Y
MNYG|7I2B":1UH>J4RI!P/9|C3'.-^44"3\$1&<1((+TNRB\$<4E.|^37)@?|(E
MAN:ZFZ1L/8@Z^,JV))>M2W(|9=8PGV* @6#-7XE9=P#"B&>6W)3Y|7_-|<3 MU-
&A9L&=0S\$7UY\$?,2 XJOLP5!|'KP%XT^8 7*W'Z.JRP1KLTK|N|L"K UMX MAR+Z+-0"+
|L.B/=6J'QNB@|^3VN24?Y;|%\W^N*S.X#Q/R&5Y2-J?;|0S^5%A M=H_@QQ^#G|A;XWSW
_HX6ZIP,@R%S_TDP1D+|/7.SE34+N,<2^(%C.:|"-P8 M4//CX@;64U#Q^1^|
(G^LMXDCL|L.ZV,TV?I:*Q+YC,|:3"9# MAX' P\$84>M|f;_Y#58V8C|A|^;PH|9;|OY\$?
AI/4SR9^%-2'73_T)Z&?3\$(O
M7S|^JZJ51LU4OTW|21K%D\$SR*U_ ^,O&@2^,GZV<5J|Q94<|f\$)WJ|8'45XO_S
M/_S\$^HJ::2_6/6|W_1U|^|/RI0KG33_>Q-S W-.C'9GC<|:.';SLV2GZ M6A?
0UJHU>,%S1|Q7MSD?EQ_WZN:(<'OW-,>>LX36VF3\$-?CU|OZB>U"N1U%0
M4@G>5H|M>RY|W6L.)<<>#9332+,0TSCD.,QEGJ<>2R.?@T"WSF)GZ\$2;)HQK
MRFA=|7A1JA/N4Q,^VG:FG/D9F/F"|30+|QR-4G|HIZEP1"GNG"%|74>,^B
M@#E1W!X^F)M5|1S@A8;+OA?+65.TMD7(F3(1)D+W|82AW

M53QK[#OM>NI*K;8+E48)I83,<)Q/&8[B,, D8DP=77(F9!(F&3,JT>FA,7A]
MSH9H4X,&Z\$@[HI1^6WRCF^J]BOEB!+B/(CN60)CF1\$|=| MG'LL|KW0|P,/%&
/TT!K803007!<6XX3Z|&,633B2&N9I&H&W5%09!VC|-Q#/
M)7;7\$4KC(VWUBWP0% ^O\$*Y8G!U\$N9W*F/B91W&IA|TPCDG&>>#1&(8DZDA9=KB?
0ZO+|"#E1@7 X|'V5NR |@^_ %< M'91Z*(U|/#HM|MZAR.
5>!'2Y7/Q=%U|T4VYM_)VM:QX713Y>_ %6+?G57|OW
MB^|EKWXKBR6_+N|*|I_E>MX6:Q4.NU03S62XT!\$S! MD4#>M7,9UX5&DER4|_?
D^S<5H4S,J^F(N:>QWRNCD#ZLBFF M,D"+#Z+Y9> M2\$@H0,T>!ZD,|!04?*2RI@4S^+
*,;/SLT6%&?:&W 1H@3<4)ZB>Z^'.F'OE MS M%^V|PHU8ZIOENW+Q-N."__K^>Z5C
A4@D(+IGE!=CUVW>VWJ*1.6)0G+,QR& M3.!(3TK*\$_6W)\$Y"JC;X* U-:UP%L:H'T'SQ?
<*Z4|2R34GB&08,6SR.D/- M9AYD6.7!7(J>&U/K,LT-HN_HDV8(S8I?
T(8GM&5JD)5>YTXP5 M|-\$|G;\$/#W|S_*JX&WRXV.RX_*MY|L/Z9\$8-E9V_7'2,Z* @INF
2|U"E'J MM4XB+MUE8ZW5?SH9.X:F+7*Q@RG=CU7+=W,Z|EK#8&? M|5L-
|.IEU,N8AQ-*=#@6YYBFJ&-B#X-|+/*T' OKPHVSN%,,:%|HP>* <1
MEK(X"B61F"2)Q%\$B?)RE08))%GF1%_A^XH,N90|0&- @=Q'T-S,7B0Y_RHCRO
M"QGF10YIW,QMG*E'F)_8\$!NX;E*\$?>X!"%4(O6|_5|"?4TV^5CH6&6:>FB|J\$-^+;5/*?T
_.@HM^=/NPJ^X_KQ5&)_MOYF O:7^Y)88K^3?3):=TG_#5|Z|_M57S=6SBF|6"UY-
/2^+N0@#G)(XP5'L M2YQG7&+J1YY,_9AG'BAW?)C,"%4AFA9ZTL0L;X|W|6(6-)PO+Z-
S+7 M)(>|!#XHF>M;X%TB/^<: ^*"@1^~!#S|M6)5CY*A531)X0 MC*6Y%X) R0_0&-
AA73W#U_8 M-|=X7,2|Y&+/HY;V1LIB5CQ5=Z*LP85^)=6,36D:T)#P#-
_,@B)7%^0+3D"8X M94FD0GN9YEDP+<32T-X.T8"5@RUA|E930.HU-
"O8XD6@3_.Z!.I5E\$TF\$7V: M%8@OYG/=1;'YZ2|
&SVH.T,KM=:)G9VY)"BAVJ"\$U23=&BI?1*YLM6#-,;U
MUCXQ|^RU|V',;S4U=F9_12|D8_OAN+OG^1-7X3715WP?STN|L1"8P-^*1|/%
MC^60BN?_,BU|.O+ZT*;+_ [6JEG6Q|>,"W5W=|HR'FZ OB|6R6"P-3;I/#?U&
M|\$@#,+,U%1|HJ9E|-3>.:H5.R&I5"G1LS=\$J?4X(U2WD.?6HA?GIL^|CR|.W
MXG6FH3KA!GAL@:%-L,Z//,Y>|\$WYMYN|Z|Y01H#9'17?P|!<2 XTO1ZAAS"W
M4Q+;:&=S15<)3&65:Z|I# #1(JAA ??1!5QM6/44Y5?RX4Z
MKR|?)^A5/;2L*UPT|.5KO<^HX^Y|Q9MB57)6V&RL=+/H>0A5PEO"RP'JLH#6
M/""Z6B+%!7H72Z3Y<#Z0V5ARMU.93Y|J&.:9C95Q9#ZS^?L6&_W3T_*NJ_H5
M0E0/;^RR6@,7F>[S1|X?VDDV/95UUR2Z4Q&FKJ/8A|5>A#EVXR)>GXC8-,
MI@J#/=^!%H!;OK\$"-?EGQ+5;N|_MNAX6_)L79V_E//6H|E\$-7LJ=!EX1?5
M/P1_FFE<%#W*4G^FZXJXT/?"F#\$LR-Z
\$Y%=IR@TB%6G|0EB%HAZ*)1LTV=,=Z@MGZ*;4,.3=%;|;|0 |/:|@0 6S-4U>D=?@ M 0-
Z@((&./;#Y;=#/C.D,1|. M&4SH'50SX*MV(=UY<|D_YD|/#W*>,D@P3/= ?EF&1^2\$DD M.
V2Z7*ACA5F\$<(^"9 GV! R_J(_ZE?0&HYOBA4/V_L/J,9LJS|/8)A1=VA-M4\$O-
W29^7!)>_8! J-NT<<%_+@C|SP)WX#_J);%T^?EP<|9BT*9^K:;!%G:8
M|B||*|;AZ@T.\$LS%=FD:5RGY_YHNL\$_|(^|HEP|9|>O0=5+,SD'>K4|_M6DE6FSV1(W*
|WFK:P+<;H.9L,6 MABC(8D)Y,6:9|'\$4!01G6: ^)1FR|!)QSCBH;@;*P,"^:T.(@T_B#7C:@^,
M|5TU;#|ZB=>5-DY@F@&L>K- 9\$B%PGS61H5R6J|Y+U|5-^^95.*N7#R5Y.7B
MOZR:QFF*11%F-%,XBB-0YRG(L=^1AFGD1<% "3-Q4/UD!G9#-6&T|8Q:TLHX
M%"#)M@3BNIW)^|SASD-6|F-78*98'V&KU;H&+WZU|;@3RP^BEF;";@V7L.G
MSYB86TU%Q\$4N4A_|D5_Q0QH&F&:IQ))G(J%9S(D?0Y(+S;*C):2(Q4RK5FJS
M|1HN" _#&KU|_NPFEVKMM1VT7'GTU|M-WTPV^=SPJX>%F4R|;O+ZHK|2-^+%| M_"
|F;^+;HE@^5|/<\$PF3*LK.O"#\$\$?=4J\$U(@DG.O8SZ299FH%N|)|@9>,=3 MWXG\$V>
\$^V:F>=X.H.9=>^P@4E=O|JT+O#Y*0Y_M|6#HO@W>AG^,D\$)LS|M7686 !0'F&8
6=7V6J\$0M_*R%'RVG#(5AH2,)T4?H?>+^2T8WJG8"3E7X>OVNCK/B!0BC'#D,Q5/9#J>B-
3),B"E',5600I M:-|L^2P-?8IN&=3?Z;V!/# #K=:!^,YL?5ZG
LWE'GVONT(FQ1_0=U3RBFDDGT MYZ.NLD9."PW4XEE7OKZ)Z|KI7<^3 MT+ #M7^+;
|HKF2FCP4?W#>| \$T_6:RI@J9'LF/J*B&S|I:2R:@T?H*&)|JP8|0%2_|+17|*\$+3-G
M*@HA9|M?T)+|@)9G./D8S1SQV|.S!4WA5L|I*'K5M%?&T77|RD/9?SS<|E:?
Q!Z(Z4>'!BNJNU+4&:R7M=GOVX:#>% MN|9MZTXW;5T4_&K=LC5-?2;RW
MQ1KT41SP3F(B(8AEFN2|9D/D^6<_C,O.|MYL2-
C'AW)A2,Q|ZMKSI46"5G/^IZ;7B\$ "M"FF0-TK"\$|N.:6!|W4UW*|C;- M?
34CD|K49<.+0PAGL/RND)W-"8|+ ^ Q6R|X.-'R%,|*|307>S:)H2T.G// # M7R?
4I>!"|N*XAL,@UT|H/N=AZ@<|,|H?/DUJX-"L"0'F.GNSU-D;ZYK7'F4! M0J6S56-3
_U4PF|).HYC>D5S&9T<)C1^S-\$K|,%(HO|_R-^+NR|_<;R&V; M1V%!(# ,N5!@@
SU<6R>5I2|QRE(62S|@- (A'1XF,| #Q/MY?73S|?O|/|/X M>_GO,'L|HA1(>@RG1;

M95@5IH.)C5:7JN&EFZ11V. ^!>!/2I%[(3.-#7DG2KDH7XB219;.9T^; M2VQ=XI &
W*!_732NJYM(M"71Q=+15+-66^QWP2,BQ2D> H1 3.1SS-) ZB M((XRY>@(AIWK
V>N:T9U9F^EE74X15MF>U4B1184+I N\,Q^E/SC&JF#4M/
M!_@@S<*,G /QP%SCV)\,.)QRKT1'(9A#QD8-V1PKI&.H-P %2QRRQSB\$0^ =4\$!= :V+EV
M*-211:EC31=,!* /P)"9?>ISLS1.5((S)U1U,4.68<08:=E2\$9S&(?5YPJ@?F\$ _@
M@1\$>V?!WV-G!SP3'3#,*1G<+ ZO/WDU< 'S-;,: #:=!NVF ;K^#L\$&!=KKH
M'1P(7*!08)VLNX,%K12^UX1VWQC/0@YRNF, AY^ 9YX?2WY1EKI*?5;4'XX&PC!-
M+Q1>>@+GBVU&K3#/'U16-33N=^SI81>1)"Z-4+15#\6#8* J=" @/&ZO8%;)
MVL,KCI:116HFW;M?1!BE1B?07'1*DJB=Z6O^M^=:J1RBM7#A&0"AWFB113&
M!.,9YCY(4GB@\$ #AH2#TPBSXT0>>Z M0%N%U:QT:RX&4AA@IQ1
(<79Q@\$,%PB(&"RWTQA.01<:+-BRDW(E%:-ZW1+&Z
MGTZ11&^D_"^QU.TN#X*MRGK=-10-0121#G4C.<\$1SS, DS!0G8\$S=:L0F_5M.LPZ+
N:\$Y!!DH!.\$RW MRK'SDR>^, X1ZH B1SI% @V7&1X7F,NVX0,!KEI
79%;6R(1MTWG!,UZUA;'E MM6HE1J+*B"WRR*/6AN?ZJ21710S3ZHQ+?+>?J=E-
MUD_11&#N_J=12""0CB&4Z0JSPREOXT)X#*6/42/08A8 GP(Q8,X'#2_KWL1
M/J^\$AIEY_+Z8AL3W/)(.) *1K1RWSW"6\$8;S0 0183R+ PG" ('11A1JZ1R M"H0
>K/S%4.J15@1%LS,OEXWIULW.'11%> 4E1'VC1B11'#H%&1%3A"HL\$
M2'UPAFE@N8SG;:'- '=BN1DRSNQ5RW6>HY5=5Z9KC@F^ZR34M\$D72
MDT3%CRF)VW MNZN;AXO'Z1L;X/2C,W5NYK1&U"3,B=5\$<4T5M61WKCB&:6!QI
Y70Y7.Y&;< M@4MN5+8D1)@G):243 M\$'S3-1H#.ZCNT#81113UX+9#6C-S1V?J N9B3\$0?
8#A:CXR.,8A"J/Z@AX1 M1HWWZ,PF^5B-KTJEBK^N>!S51?KK;?FX^%YHY.,X3;T
!TSWJGI!H&Q6 M-Z/\$2>1' 8L1;M2KVD-C8)MMJ**61 1HPDHM2).VL1X^_?1;IR.18=91);"Q
M,11(U%/1H-YN1%#196M^?6N.8GX&0JW-S^31,R ?KHLWY3P7Y7L1 WGVW^U6
M/4VE' M"Q?Y<1AK1D(&X MGLSV2W?
2PXR507W8\$-8@5QO21=AB9;"_E80*8=^!F:@N42". \$QL?">*DX ?1 M(\$Z_93E/8#Y??-
<13516Y>?%BB1E.G11F.X1U?A40D67=+1N4J11CB3STC23 M.!=YCB181R%?
H9C+XV9Q1)0;'&C'LV-1J'D4'L0D@16F'UM?1TG^!K*=YF MBU4U?T?
J'5%J>\$Y*YHKZ#P#J;-?;.@@2K2;D=1215NR\$11AK18Y;#1D09"
MFVQZVAU.5;#4A:OY"U#RXTYJL%3.WDP'VW4LX>W*!1."5U^40-=5M:11; >7Z
M!OZSH,M1'(>"B)ABX5-
=8DE13#,2898)CS#U3Y^!1.G20XV.MCA57+\$!A+81K4DSE^ -6/S GLZN:ZXYJM@#LG_M4
P>P,Y:6%7#=:8+C M M89*V /J,113<#7T&6@E\$ M- (1^_Z)G'9,(+B^1_0&.29YV\$8_/P,+
<,@ MH,>(-#U&W71:U+ #UB'.A(->7C6QD"3YKD:M_11F?2)JHP&**M/1589&7.) M'>9A#
(B.GGTQ512AG 0@; >LRL==%1>:J6#@M;JNYX^HF%.7<-2("RO!VXJU
M1='!7=C6+%\$:YXG@'191E*N170A,81)BH791GGA4^
&HM.)*GO!VSZ)DJZ,"ZCLU5%E\K/488(O)0D8:8K(5(<^ GQ"0\$= M:>V_%? 13"MBWG?
1;R" V69D+15L91)\$"14SP0A?+93FCJZ8]=KE0@:;V18' M1:7-5"KBS1KA%@(?
\$VBO_ _B0#2Y1C8*CSB)U,L08D*C1UL"6<@ "HQ1"N1H" M_29SGFPP>SF\$/^0JTW-
<#DNXH9VE1L09.B3"+L#0P2ZH MYSG=K'111:V1>GF=+1Z%J"1UO;K@4Q91>4QS1.
JV"\$16H/EB+%04Q%2). M,FH.+&1.=^@-
J2:K1W/%FC1Z)>5RQF:033>1/C05_ =5N?;&'(C355+0X S-KOM^ !=01-XC:::9FH91U-
4*OD6XDVG**6E6&T14#6 M&\$9K=@@;1K0'@1J ZZ 7<@.PW'C0&W 9=R
X+%ZW.P1J(LQF4F11)>=9.UUN^ M;^_4+FBU+(GB*?=%YDD>X2R(@WUEJF#
&781T)&\$M_W4S^&' 3,20_1E#N, M3.KJFLVPR.71#N+,FA_ @?1A QV:'C6\$T!W.1#14&H/
Y7=T8-\$0'O4T U?(MQZ..Q0161=^ZMV111AV;'7NOUI/?1_F>1+E>>CCS",ACD+/PS2,/\$F1
AW9J'SNU1-RII M&%D/^H5%=:,* D5T0RC--J)SI#QH0 =5P8F SGBY,0,ZJ(P? CKPZ_1T1W;
MZZ/. VYOT@Q337LO#NP&11@1>JMV1EIM+SK(=2N;)1XOA-5H-9?-D.)?
M%V6Y^#XKGB1J_K+GV:1&%&1);@D,L\$1XG/<<9(@\$G.,D^/M1\$PU\$\$(18&M
MLR6+Z)HN8BUA)(511)F)Y^AM 2S;V%CN':?JU(Q.TUMR&%W1Y2G-P^"H+
M%;C"KH*0'A>XRD(1>ZA5-FO -^FKOY;0%11+7EWP?U571C1Z01ROWME_RZ
M>%B1O)3ON0:16A:/=-1"DQCNXO"5!W8D;3;@XCM13""%U6J3,=#L-14Q=24V
MNA>OBU+W JAC4+?V"QH+6&CW=+ PK&)AOL=21MG<4"O#@%DSM.357QB06ZT M
_9>%=T(YXQ51\$* @PP68G=0371_W1*SJKV)SAKE37HG_ :LOB1+^192&A,>Y
M8#B6:88C+@FFOF2ZU9Z+1'V:86J\$;3,4@T,?=-;TUOF>5:\$^# '3U<'<'S_@;
M1B&9Q5X_4 4P1DM!-1Q>MTR /J.#A;.:18FZT3)10/3_?WU1HQ%SEG
M>OMX7,XUPXKLY5O)_UG"0DT1;VO)1G;S,N"A4C*<-M\$(&N2*FG7E>1#P69CD6
M0H.T911-BOD)#OPTR"F).2%&S4&'%A_ZE-Y@&6IZ14T1%+*QHX=^QW2N=,"C
MLKE@%M",^Q*<@7_QZ_?7Z1?KJ 8A8;*@UTPRZ M:UU

<^<:^EU@D)W^MP%*AF!B.\N7&Q\$=.5..4<1^CASTMIV7N!=OHE@)#:ND
MAZ'K%?ISMGR^7%7+Q8LHMI>|49PG/DEI3'(9X"A.(DR91S'-/28B'@8^(Q_
M84IX8\$)Q?_7'UU_43ZJHR&0NI1?A0">@(YKK M%I*
X41ROA)/\$I87='WT!@ZB=%210W9YBQ;\$S8/T8IYW2DID!F8%H+BXH M<#|AD%7|?
FS-T<+X\$T)UH_E3C|JV\$.@6R8IC%RBWROJ?CU^_^G3AH_=U5@A_RO-
4TCBA2G.^"J,C\$6.-5(=) M%N4|952PS*C5LI?*. \$FLS4".|B|(|T|:0D9932';T9)K;.E-ZJR077' #
|:22' M!#M_'LG.JC|G(LDAP8|.)#GXL L@R1OR(CX07LBLF"8>%R)G%#,N"(Y8+'&> MZ
_N|5/IT2CT/5#+W3%"0X>QNUB+\$Z0IHS|_VF>|2W9T9;./NM_*BUS_Y.
MP,EJR0:|G>R0^8G@D_O"|D-O'GC>SG"OI!1L>2NO?K!G?=_|_K|;KV^*25,_Z
M|WV#^4;FHXO&FOKM/8K>W|W:U MK);* M27^U=2S=CF"|JR?741|JC7P
J1KV=|UCW.ZLMP\$N\$3#P?XNRMN!@| M^BL6+|-"VR?PXM-.IV8.>|!
P5SLFAW4|H.VG>)M*6J|PFJN1HD)7.67AQY
M0CL>1O5U9ZGIHS<|;S';2U8=#3,J*Z%XT@_S|3\$JC_.4!SG%H8ABY9\$2=>34
M:2\$|9.JBF.012V%WJ@?|I#^V%VJ5: QM9'C>|JY'>Z5R M=AUZF,K(MY^|HNY?
=O8_ ;CGNH*K\$|E"|Q53&1"0|XIBG7J*,-8|PU;CDPL^%
M'^8|WP&0>P|2@EDKG#TWJ;\$E|34@0,.CNK&S\$*=2 RST8;DD>(GA|.)3DGF
M:AS!43KC3B X)>|>T(&3+YPO8OJ" L7(E>*=<>=
*_R_%^H/5>TV=WBZ:L@ZAO=VNA|VQM9W0L=,G-|-|6*4TC M*66:9C|F69CA*
Q33),XP1GW/1ZE299XH &F|JP,;+|J^Q*C3V5-69_AENJ+ M)M#+HE@^0_O\$SU"WV?
8|CA)ASJ'A:8(V7*&:KO:'D8V'"Y(<|WOS;R^I=Z9K0_ MS7,O#J*(XC0E5)WH98XSCZF_T9
'C\$6\$)K#C 9"!@;W;)|LU-VC3WUM'-0^H M'OX^*YKIS BCQ<;Z|)|LP-@|1L>.P94*Q
@|M'+|=TC;-AIGD":(8>'\$TM- MN#JN0,F/>X"Q5,|>D<9V'?
M6BCM1SA;|JN|Z#|>49=)G<1C@.-.R2;)|K'(|M<1JE) D"GY+\$"(OY*(6A;R#7?04-
4:2HUO/%X4T4NWKHQ9.I(6Y |"@5NT3 M|X4YJWEB=|716R<."G2H<>+P@Y:'H455-
34O3Z)@|S=Z;|FZEC'PF9^G),.1 MJ@?0Q;&AT|#"B2\$DCSW91!DH-/.<5H#FYZFC#JD=?
GCLFIRM;J.ZU.:X9G% MC2J AQ)K+1)E?DQ\$FDX+|:0'(0-R_X=H&7V3| ^.;W*4(3(_M*75!
(_*CZ@%D_*U%/B/9W|+<3%|LR1Y/R=@E^OM\$ _<-%'T.'O19|IO-W?7>F.I
M9MQ|O%F/X*>3_>?+#+.^/G'1GYJV(U"O?L<OU'EAPMW=|04C?=?^))NZU0
M0Q|JPMP6LTY*GX3^P M|>Z#"LSV.'O!8*:UD M>P'U,N0MU|AW61W)Q|RYTF3_-?
O=4'658W4IUWX?'M|=J+2=X|QU5HCKI7@Q
M&=)|_.7AOM@M371@<|>%_M0,H)H#1T'?;1&M K^>94<+ _DZ+U@T #9ZVV|S:
MMJL/S5;.:LLM,%F22BKSE.,R A'(54;5Y@(|S&F0>E&:I4'B0>)|#8|H#AXZ7 M%P_ F"#|)
|KZC| ^O_|CX>G7S^#!!WR|N_WJ|>+7KU?HX>KR|_L:&A)=W'Q& MUS=_7#T|?M./P?
8Y#R BQRQ*N!|H,E\$XBB(4YS',L"2,)|\$)+^.>#|HX|= :V- WE(\$XR6"5 MF5FX(T5 CP9V.K
:+W|".H?SY(|1&GV_F1#TV,/_4*_#;Z7: ^>'I:7I6E M'MOP|;(T09,YNL#
%MJABQ3ALKY518K|HA"+5?5A#M7+8M73(P30RNE3O!.% MP"S5I2Y
Q_F3LEJ=YH^O.MIA_J1@W;AZ8=A=ED/,+|;5,N'U6SYF;R0)U&U
M%QJ<"1H3|8QC1B.>|Y@RD6*A0QC(C,>2FX\$5G6MX/962W=A/.HFJ&D>*(QHX?:
(X7WA@_-'6W* #1+|H5J>'(TN.=G3H%ZE|;CCQI.7|GPH=;F4| M!68:1ISF-
_JPP&*F,W(YSEBBVXGB0/ TE;D&+ +<|757'IC|FC(4IBCJ+|/9 MT
3>S^THPVPOMA819F27K5SW)^2"WZ(=XM_53=G.VN/>AAT2: ^ _&Z^!#MH:T
M/SU|LSFV)#1,K(:)8E20 *EF'D M!S;%|6RP|V;G#F\$#\$1_88 M-
HK9=RE6JUBT1O!_/2|J&.#'K#+NB.B^-+ 34+24_'6JSH =D-"0YCA?2E/ MQH6
L)|L^+ALZ\$|-V57/PR%|H%H==E8;K|AD |C0T'| |#(?_|#|="U)OVR M4'L.J5KX|"_SQ?
=*_6AS9&T|DJH-YK7@UX5^9_94-!!D;":J;Z0@3_HWWVI8 MGRE+AUS@+
HS'.9>G@<;Q%/DQEGT 1D=V*!K;CK#|HTKZMH M|+D1!LF--;W\$|ZGET3_M
(2(5B3\$MS)I*!'92(781BQ VGO(C|W@IN!O|F'" MG%?+--
IRW13OU7SKGW:2>6O648=W=%V@EGNT91^U_.O?-A+|33Y&P!W(W^3C MM+M)^>D?
*_^Q>9@1=|J|N#\$E_O#NB\$;2X<|T|CV| _==*5|)C+>D+PK>((W6 M*.)KU%H>|IQE;
<.^)#F.I\$PQ|0."/2%9&C#N"P+|"|3"@.73.N>%@N|GJ4NP: M|K?=3Y=6L-TFRC0|=3M6\$3
SW6JGI5XK|4&;D&^G<.! ^1U=*8VH3CJ01J@_M@H^G9|BK|NA9CR4|HIG>7._%ZZ)<3K/
B|C(!|8L395?\$ 33+- \$SR6-.F0R# M0 10 *V/1 9V!|MHJ2U=U!"&HVCMZ:??U%U)#;:-
M"X&MT+2.2706H-;>HJ-C M:AT3ZQ"LUM%G|4WP/U:D5-_R^7O| #8L"HB>.1SB5?
HBC@,:8Y,H,29+1.*59 MF'.CBZ<>&F,9X(LM?
U|5(ZY^9TALJ7U&4MK97Q'Y#G+|CZN.;K|'1JD.4= M>_0,| "N=;"O%LH?
9V^BP>FIT;.:.%X'^.(W,BOT#^|%FZOP<29GK#Z+7DC% MS"/Y,4VHR*G'&|S*;!1QC.
<"R_'C*0Y#>(P\$#RQP,IRP9O1=_X<;*V/A!'9 M)H-
UQJL0RP9Y"WV:*SY%|0N:%6R^XDVZ2_ |ZUH)4Z=_JE_M)!H27ZH /X3 M%860LZ5Z3?

WLWX)L@OXM5_ ^%63.D\|. _9EZ1S'X*MA2Z6G^;@'QY>1;8'8" M&/>3/0-";
(?'#9#8U^8SVJ124,WK!&EN-[JR++ZJ#332"M&(#,I2)=I8Y
MX6M\@#.7ZCP(B.:4@)W;W\Q0:LY1ZE35&;SR31#=&L1O56RG,P;Z*:'@-XNB
M7/I33S6L'@F=BVDH?>) %7HK32.=/??...!LXMMN. M JM-
O:%>>^,N.^C/FA=@MY^I3I?,?I4GB=P*K)O@%CI\$\$.MC,%0ZH-YC#ZZK,(I:I:P-
M+1PG(O6-"DI)/\$1K8RS2DU_7.E
IC#L)4>E(0S\$|&CL:/QNC DYH^=MA|TOU1%0|"M2ZE\$Q MZ^Y=CX0IDS"!1&2!BA-H@
E19ZXTWA" _2R_J/N|7XR_OOJI^|F|EFHL^UL M^0M:LX+6O\$'#OA|4F-FV?|X:8,:Z)^L
>+|I,CD;^7Z0R,@3W_L\$W1_XWONT M15MB4147_%_5PQN|K);MU\ZT*?'
NT.7A^CH00?@;5+4%7H0Y=N,";2;7P# = MB(<\$|L|U; M^?!,U*?=P4O11W8VC00-
PE"=G_U(=RE2)C_5*I@-8L;2.. R|D!=BB#J_UOL
MSCBIRNZRX7Y?:Z.G%1UA=WC7+W|N=V/H#O'P=DJ@=?%NN/ RTZ MR\$HC?4IF,
<I@FH8C3%3B&%\$:*K15<&=\$8+1@#R)N M-
@#O>>V3.GWHA1DKMMF|&8;U^ROC>_+1|TG4Y|I7-1SBKUJ\|K?9BHN(C,
MYOI*\$JN(%#^0N9B@+?NHY7^W^(@*W4+9.?1.QJD|5GOMZI?(Z7|QKIHME.,;KO>.L
MNT&^S'I&YAIP;)HF?A;Z>8SS3!|7_ZFS C+*8ME0&+) PJZ57?#UM#78"U+
M3=LUZ|'"2O'7.E;VHWGT^98W_J'6K;/7-EOVJE94KF./CTS
M#S_ ^9P)SZBU_J&40:0XG:/A-4RB-9=HA|U-,QIJ.*VA\$MUY<;>J<^2X'3\$U
MJ|IVJ|B/|MGQZA9(&O?B;3%_4_|HPT (T9SL|W7\$ _RC*ERI87U-*C\LLS7&>
M)S&.LCS%>4 '"%-!U&|4W"V,8FLKZD.?ST4O4ZZSW@&5_6^XVYMBL F80U1RB
MFD7T^'T! \$ \$ *|I?9PZN3N@M*\$AU@0T(-EB# &R((35I!_C@7J,P! =;C?3" M,H
7'0|KP5;>'0 %ZT5L*TLJM4WH|:-J_U>S);5_J_S?%7*U1
MZQE.);ZUU7J)'*4\$.R%DJ8RET&>&(%#6-(? MV FLN4&?UOSH=E749>E_HH8I|*=F"
|5|@8>;P;1NYCH&U"7,F0R@1HNY.%;*
M<#8K#49|Y/EI5JK9GZEFMP\$|FOOJASIQZN|N2|I(43XOR'8+R>O#EP1.1+4VT M)@I
>3TL|>F+ZK,%A1GYOHQ.T5Y|I;&ZYMZN;9V98C(IKNM+N>+2CPNOA6O
M,SWT|+K@-^3%Z#A^:HV!-T|-H")WB?LZ4W3E9PP4VRHHI|LCHP?9R|"F^6W
MF|OKSL#@J(E,_>9GQ%YJA7+S D=0.A|8#5^Q8>#V?=#0+P=V'63YVT;3|_,MYJ)
<|^-33U|B+PM|G;4PU'FA9APA!|KE|WTXS^W^:NI;=M' C?^RL\$+-!3 M") BQ0<*%-A-
|Y9%"V2QEQX,/EL!MA4D3H#|HROJX?HARZ1,*7L)XD32Q_EH MCL?
#CS_|K,GWA>?'=:V!RT;R'W4%WNX|)B0\16:P,S(H#;*P@D'2 ?MN.'<
MZ/'S%CXN.FC,^2G1X>/?SE_5NOS1|L_7(B?4,@,<|S)M12\$0%&%0;(T+QPBT M
L=MKP6@SK|-UHS!EVSL1N%/E/7#R*K|..XR&=\$B-(|8T%6=F*|89=XQM1|M=C""
|L!4ZF:BDZR/)E|",% _"L1|^ ^M_CQ M&W CS#E#)*.L
%AA"X@S%"@G,:!&\$IT+29C)XY0@R;B;I 19EKTPIY|D3BO_M^HN#R065Q'IL?
|2V#2FOTC)E._ZN>DV'T>PEMYJO&|VP,9BP\$T).CS_KEZ: M|H0KBS
3DAJ@I('UMR(M@)"B|HQUH\$6(A:3>%3@YVMRTW9EL>7VW_W+1|?
7M5+:4H9FE*|SN'X|DW*3.02;E\$|
MJ6&+>Y?|0DY%0(2B/141T|3KDPF)\$ZF'&#DJ2!|JP'+B\Q |CH3F03=,BR@> M|&
|GBWNT\$O9.ZZNY-1SF&!3<8\$"4RH'B|5&G|
|6HZH'IG:&ERV TZJKLS5>=|XNFGJ|R37KI6J2F M;H8)<|9P6\$\$\$H)%U_@U
D)A|H0@!'86HH*B%#5.%|JP>|H4"C#SHQ;9.L MVA|,5N;*K=SJLH|^G^|Y|
<|)LK@9IC#L\$^)|)R;N|^7FUDIM(Z7SIEM;XZN< MU!&C3-O
=3YRWZO=TO4!_B|JG=Q_|T-F,*1XB6*|H6C73<' ^;O.)#':Q.&;
M9|^N;9|E_4>.>N@QU5Y@7:/.|HHD)L>FV*98&Z5!' +5HDOAP^(F+J0Y'#3J4 M&XY?
>&DM';+^4/_V^4/_E_J'DB_VX?_%!+ P04 " !0@\$9:5%90=1ZD M
55F(=>W7V6;,M96FU;,DE9W7U?N# \$;)ZB23=).:W^|2= 4C,I<| #FAK-6 MI2U+U-XQ?
A\$! (1_R_OW\9_?(-IK/A9/PO?V%_I7_Y!<9QDH;C3 _RE|^O MWA+|E_ IK_K?_WS_T/(?
|ZZ>/?+FTF|_@+C^2^OI^#GD'IY8SC_,O|_SR M'Y/I/X;?_"|?
1WZ>)|,OA/SKXM=>3H>3(>?/L|_X92KVX_ = G3Z3|S': "ED M H91(KWBO>+?U@?
O8D<.'7_WZ= _<@Z_?+|X>O7C|UF<7,_&B=?BT?^/7U! &!I"Y^=7|S%?|E M+
|/AEZ|CN/W>YRGD?_G+>|IG^\$HN&5^ ^V|= _N*O|^ _J.H49@F7!YSO|QNKW
MRUMVIP&^SV&<8,G7|1M&D_CH0Z,BU6S?|QR(7F&-"^4,(XUT^3;|_B@WM8BA?
M+,2QD,6SURWELA_ =MZON"C|B\$PXGFT@\$)U#LI,B/L5,LG'4ALB"#^\$@LA^ ^
M|I3'5#_5Y,HV_3*8)IF@V;E_GI_&9;A|#=O6)7|_Z*3Z(Q,_#4;K|H3R=?*FA
MJ_FD@N26:D%R_ (+H,^|(#R")KA|JF!22(%_-P7O2\$RNA! 1B.%|J@*(1Z_=" @ZB?3CL+|M&
MP' U|>/9L A^!>B86 PB"F*801YRC,2J|C";^NDHA5!U-D=GKQY*TC(|B%Q
MD\$1|1L7I>#ZXX4G* @4C.&0DJ*F*9|4Y+ M8|B4%1#P^*U;H4"WCH(#)-

D\$ \$LXPD)^B"5L(_A+E#Z\GU^/Y!.;U).\$@)2.X M1#_8J<2(E-P0[S(G+J< N-EQXVL
XT4BML*);.1TG]>3SA.(;YN\$R M0W%K":.7+2DA/'"1!9# 6Q;I@;'IOE=O!0!7.C@.E6E+
MP'B-7YY/KR9_C ?>&ZJLB:YSU\$2ZF(SZX@Q*!,7@<9P6)IMPXNW2UW1GP05
M>PJT)4PLML;SZ3C9#;WH_!_ ^'7A.CD3 G56\$AXE&C! !KP3G'"&4N****? U
M/(YUHX.'@TG/'N)M6=P%*MW, @6_H#LJ,%HZ02C3D<@8.O\$J4)*X29%9Q8TZ
M+-7YI&W; ;#A%.?>HNMY9Y>5<=/3Q\V1FX&A-KH8(!E@UW2JJP5) >9K;8Z ML7C8-
O"TC=NION%4YD\$B!%GJEQ"OIPA=QI/5<#Z"@04(FB=.RB\$=DQX\$(+E2H@>#
MT0\ E00A%DK/*(@?9)@SU(IX]>MYWB&TY;|B^|1A;|Z??XV8|_P3+?*G0VP"RA
MQKMBM!C2CU%/8H[A]M69H>E\$!;|=3L;-)R2/%B4380#KZ^G15S+\$|@":=3!
M|6S@A<=>=2D:BJ\$ \$^\$A?\$N2@(!-C5EX\$S@^"Q\$MOWPX:S:<@*XBV"8BXOR"9P;|-
)W_/_/ ^>?/GJQS<#RCV702"(,U,8 M'6E*? R)!(IOL3);J"H'X6M?
OATNFD\ S'B[8]O!Q^1E&HUOJ0V+<&EI;;J#/D!\$29B'NA|Y(X*+6D45(% "F2DAP4?
MF|Z\28:3FI6\$6DCU?KW3+S%|P&R#O^SZ%?%(I+A::6*L8,5:#5@8DS8?E
MMS>|>#M0-)SEK'"OIC"OO(BR9O)|9G5D:@L?^*9-NA&R|M<,X="LV
MOGH|7#2N!5|NL9^>3|U|&BZJWH^CR_8|Q94-<|Y/EY;T|(!D6
M,X83F5CA(Y\$&O4=/C25: \$^*YJ#D2P<"V<_ "0M^KERX7\$8SFL|OOW*^F7>C: MUT#
<0Z,FK9#(I5/\$&<@4(RD3E*G,Y6,*^KDHWA D2
M;DU*!7'WN)LIG|E2=|Q(4)R1E!!E(JH8@T-Q(/"?_+ "1 J>NY?JZ?;'S!-" M^H7.(9I="Y)#Q-
P 5E|V>>3<2I_G?|W|?";'R\$SLY/Y:S^=W@S'G_ |N1|"

D> M*1: M"?<|T4*.\$)S\$ \$%Z%F||!=X'-P_?WT WC.YPLK=L&| # %QRE| |<-TY;_#
M;);!%5,"X1%>0HQ"H 1(X6DGJ(A4R@ FN-BX>OK^??AK=X6)OV;:#B|/O7V\$| M
_3*%COJ(QD-8HX^4!8(I:X42*E(@G\$1=U:M7 I,%C;+|Z"K'|Z<72.HFJ: M:
!11W&,4PD\$OO;/O>RM2EGP% QA5N>2K^# \$*G D:".%0!;:
M8JQN<#;3TT+05"674TWH#=#B6<^3\$EUK_ =^!G<%&;\9|GW| %P%G\$->/8B:F"\$
MZA#04\$;|Z|I*\$IG(/F@O=*@=;;U(4 LA4Q4(U1-| QCZ;3))?PQ'HP'8#"!Y M(1DML\$1JEIV-
L@#IDN;&R)?*I>|R^V|6PB2JB|C+V\$V ((S%/?XTQ"C J4P MT!;>?
H^CZU*T=|>3Y|JYC#Z7"AYY2E03JYDE,C,43.;,|H|TC9TM1!)50%/ M=24T *PWJ|>65FI?
*/#.18&EF;G'=>\$J4R)E,8C)TZ0(+@WD7(KZ4LU400 M:3,U+01254!42>
-0.>|G_X#YB43N;KZ.H39A\DXKGQ|Y9T\$JAS!|W A!(!R
MT5\$1KE)4*GFDJ;|!^,L4M1!;58%01<\$W *, '&80'3\$!.)EF=" %+.B&12\$>^| M(MH#1IP"?
Z1K'Y&O):2?|H==^,0'B|D|K"SI'!|@T4GGF0070|D/:XGEUA,? M%471^)1#-
S4W_ ;0|I*Q@8B=|I' />3?T83A:V+N3<5I<8?D|&:'09R5),+^Y
M%TUF*01TPG)0@D@3D24A G'<),A"&\$|?ZE^V#T"VI:W?/\$WGY5J=J*@!R_ MKZ?
I4>JBT4FRTN-#\$RG0@7-:HH@%0 MW9|H?
_0WQ9N|S9(KFSG/&;EPI7\$U+45%REEB1':2*^X4U(|CUU/2#)|@.TO.& M0HH#A-X
=\$Z_?!U-;@ N8%1*OI_+;L T@\$=!\$&<%1I,V)MS6&2<1G+;|6.2X
M2UV<|D'1#XGJ= /K"%!U5=\$ MI:A0HS3Z|7<)*U\$UI(2=#X3QI?.\$6^<)%*|
M;'5@X*"34L&-%/5|;M\$1JBHJH0%(K1BY2WK=,P(<0| #L(N\$H9*(5|1:ZHD3 M"GT
92R3'90-KB>FWV..|O:|")DO \$.O)^.-%/YC;/_|^GHV1W:FMS*[N:LP
MP*A5B"Q)XA8CVEQRJ)\$",R|2U=Y73PD-0&K-|BV9%+ZT
M!*"94XYX=,.)#@@!;3<\$|FL&E#O-3392;=02=X7=0))SX?@|8.-!ME|S,F@ M.
(Q9W#;BE%B9 N% &?M)C\$!\$=<91) AA4!"\$T<%X|HOL!27*1!E+IS(7D@'EMOKQ|I*
MFHDW.SR:/EP%+0#I7E2#LI=;)1'YT95C4<5)4!0(A!!4"%S\$7#L|_ ^#U_5;? M';N:82=A-
Y"!)V\$A|M.%J53"N|?;\$UA' LK@ADMK:2\$XGZ-|3%RX=%>\$HK? MDS'8:.*% ^'GXC.?
W6|1W)?JCC;LSPL2|M% E#0B)^7V.A.X5I*CO WP+1\$ M=| "VKW1@*5_|.<='A54E732
JH^W|UVP M)S/>)Z7+= _^NFBG|/MA?8WPUD< M36;7^*,
|=BUCPBO!!99DIRXE27GO.5%35 |8U9/2+KJ/"X\$4(|JZ3 M!F#U8
C\$|K)C";PJH>\$|9(O|B|#I8M/81@)'&@9BH%.ADT8>-'D. O4BNJGZCN2V._I9E=HZU!-
#:#P:@H> M+?K-
0GI+@|RTQ852@*1)=,*60B=% '%IDPG).SELO@ZV|+6ZBI=_SRHYP547P
MNP/(+0\$TAD\%T5?5<'0!CW&+(C^!PH| 8.DWZ4S<9(PP4A%Z,IZ6(N42SW
MTS'PT"9H,,9D5MN9^A%-VP6! ?YK;UH?KI1K.CC7IZ>-"\$9|A/HP8FCWBXL"Q M3X^?
W.T,J!>X..9 J"1U9@YWK&S+9#\$.FG@|J8G)9N!1"DBU5_!1!D*-1L_ MBK#?
3J9O)M=AGJ|S|OUW|Y&T" 83YP2P5-I!AQN;B@("#.),ZUP0<:7ILKM M%1/N0F#?AT:5V
M)_0,6,K\$>Y\$)-1)TCMQF6CM_ OQUE?6?J;.9>|^H#G3+-/3)|?SS9#K|T@#
MR9/7)V"@%\$PD;\$.HXA,\$.N-\$=%PYW/ML3+%/6=8#TJR Y21Z/@.IO-KI&3
MG(+E2#7AG \$*22KB(OJX5B0:.)Y>#7= VM)3=|YU!Y M8<;&@74^?5|O?C

MTL9WD\$0,1IA,A"/WBX\$EXHPRQ%+E98@8/&D-1W*K4':.VKD ;P|>"
M=.,&.!\$>XL;O%L,2,9HD81D@/'8-#.>9ZEK8VP+LOI.JW.;LJ*:0MKS_9YMGV.&^!
/*!E'IOA!P?2WLHH\$4|PIC79\%H\QDI6+MYMXOT=/O[9#C(VI?530JS5\!\$N>HEFQIJ/
M125<1@D%1URQLI1D<(;E7M"T<;B>GY8DCGB*JCA6IPZO_PZ\$Z4LTE>71C&
MGQYZ\$+3AJ=4/@::AOM(I+*LZNZ%=S"3(@=F;""&(IBD#H83PU1)BFCG..Y
M^G"!E.(KV=8/?"JG!,,E=40\$ET->(I)B)S1S73U0!6.9@8VT'^S\$%_1/4 MU-
#W|R*&O27<85<+TVS#"R??A;)-U2G8@L5;JU12N+1
M'!!PVC&@&&O"5L53^((Z,!_W2-CT|L;.<3;0X^3BD)M_O2+LHDE!L.WDR|^
M.!Z(4AA1ZGM8+6G)7%J+07"K%)K4DN;15,,8>,YP3T_X|Z.GT.D,%W(!7MNV+D/92K'-
#A-;7;M_C1NMUD,\$.,OYP-F'?9&".(=*5(19_@A>.,%GLJH>Z?I;N.16-5"L|WQ4 M\$G
#\$+F;S"^?G#WSSL?O+6"t%)(+LL_9)|!O76E+;8^6=;&R!/:6C\$-JU3 MI_*|@|0<#I
>8MR6M=_|VZ|;9D7A_|/Y;J4MS\$SFR-1C**[9K;C-I7YV0E\$
MR%"Z0=:NXM^#S'YA=A@NUH.L,R4U@,/7D|G\/*!8O6!\$SK,R\$B+QPI4VHP*(
M"V5*A<:-W87(;5&%VL);61'JV.R#A=U;W@9,!,S%Y83&DLNVR=*2K,T=/&3
MS"&%&S|P|D'!/3=#.!@A;X\$D9VDVP_T?IM.9C,,%)PCNLD2N71[%GGRJ0(
M=/RLY1@;,\$X3^,"XJQU*/WA|Y6F=_M'+V1FGX|WFZ_5\$GV#:#H-QBC@\$;
(R4GZ,AP/BW#FPV|PRXZS26F%BP)R*@.+M>?\$"+7X%'G=GS1G&G|7=GI=)ZM<5Z@9/-
;70(ZA*J^-G&|P#9-Z7M)|>AWGUU,4U^O/?OH)9@,O,|U99Y)U-._M\$HBAVQS0-
G)#IRC9W3T>W^F,Y_H,'FWL(E-)NF/X6AT|N6K'TX7H0=&MF.C?
>)E^!|W&&L@2Y:@@Z>)4S8936FVHG8N9STE_=Z'Z6C+.ESF+2#'#|>%
M|O/OH_!>7YU/<.,@%?FPV>@4C"0A*RB%)(P\$X)2H""G2K)*K/K|H\$RW|WGCI
M"#TUY'YH_|-N,D(#5CJU><8)*TE2:1?>DA(G1AO/J-+@7&=#F&Z)Z/=F2S>8
M.4S2+24/|OM'#A#5(&62O'B+|E(K7>YT1<*8D!*H3%!|;N\$;AJY&%PY8;BG MF!M_R@?
TZ1|SL<+|_2\$P6&5M2H31E+4UB2K_DZ!WQRB,S&KP!HZ-0
MM3MS;J*EWZ1S995/./!_\$SA:TKV2S4.A#9QEW_KA2?(VE1(Y3YP#1Q+8H,H<M;Z%J#
|9Y@9O^,|)=HZF.%MKPH4MK|8WR&N0DLE0Z\$27+O7HW!=TML"KJH@%CM9D1RAR;5
M->(P/'66G.X63W4TT(!/?A|-W%9/#L?7R-3|;=A7D"?3U52_*|=9J??47ZH
MON'83V|6+FF9Y%KJ+B>+|!-|%T"(\$+4%(KPO#98S)X%21L!S|;P5@O2%4\$X>.?H(ED&R
M8*AFLC(^UA+22M^5.D_Y7-8'Q(GS3N#R9CBZQOAS4&9/6(;!+@O%BO14HF_*
MT4%5"7U6ZZ6Q70-F14K/(QPZALP^|FY@_|D/&|ZC'2??\$-W|1,|'G'XH'O5_M7:QC?
%:*24&R+8N"F4B<*D-R.-71)::@>L';KC1N!|2?Y1)1|QKZB1"XM,F4
MJ<"C1+|N661),4^LY(RP)_6GWC!0M4MW=R*PWPQ|MUC9\$YBI*ZY=5*ZL_//F_M?
LI9);R*1'.>D\$.!3+Q&+|X_M)9G/WO|0N^WJCB3635N_L!%AX@G/_HC4Z/JZ+
T1+|JE8@I&5S|MV#EM<8Q1_M2M71|7).8Q>Y-U&^OLV48_RIAI.\$WR^|3^\$-+|/1^T-
|A1J;B1A?;X'Y@#?K1_MBED"+BB7A_#1S7'G050WTM?@"|LH8;|!4W%DBB.=="#/J'4O;
|Q|DW/QP5|E!6I6C^M\$N+U=#E,|4XHRZ/("X@C/YL-|S
^\$=J=BN|MH4Y!YLA)|H"A@=>&^2AG\$CF_MZ!4D-(5'W&PZ8;+G&|AMKK@V(-7P|O;
|&)4P*H-7_C89E3#ZP9V5>SE-ASA_MT9O%
|;FE%F_E;.!E;IG0@C!1KK)PXTAP4A.CK>&EM37UM6.DKGAI=|H;.);
M+KBCXJGA=76G,53*;/(&MMGJ8_MI7;WJ9|GE?6!K@:.*3;)XPV:D&^+5A*S?|I&ZY-
O%LT=_P;I\$VSK?;4>4R^MY&.,|LN.)A+*|3T=;
(P&GSS+Q|I'5&"GY_8A;3J#QX9)P|M3T<1K/_O|=C3Y_M8'|_|3;|P;YE)&G1)97%8+@71
B)QBRC6@*GDF@J)6K+.'FTM,6>+3IY|T=MFCO.\$3UWCY&=<)AL9=U)9
N\$.1=*N7|BWEA)1,2M5+MD@J=4.\$;A6UZ9C_=
MTJB"C79NK.W"^H+59_R/2X/ME<<)003A;".*.0SOI/OH_|0)-|X7?9VU?OZ
M^"\$7;7I7/|U"J8N6AN.31W|O"^\$81>|V2(I,0D;I6^E(R,@|J-)6,2;I=.V+
MQ0>2W'/#N3;CC"i4W0"ZUW|ZE|6C3\$C'<&O3>CG&U!(K52+99V%UCH*.VG.6
M7B"GD3|B1SBFKZ63;O#JMQINN;^POPWD|\$12N,>OZ^/.KD7..ZI:"XQ-&F;
M4.*==F5.LB=.)T^.,LER05U,U=LR'|=HKO;91UFLV0GG;|G%YDI;ID\$|39(
MXF)P426I):U|P:<#-GZN_KY=D-
KU^=>N&/@9DR;K@|UOC/B/5U/.N<31:4\$T|LSBEZX0(*F_MBG",8@7-P8/L/?>Q+
|Z^::/BN|#M5P-V4=RN_R_GD_B/S|BOX>M/_MZ.+^I
MZ62O>7JG+O6/N*GO0#|_XWT4R)W2@.@7BG8JE|B40IT_2EJD--'F:38=W3383
M5FWH|G*|K()HM6+(%|4U*M&O(4'%2*Q@.B26<^CN2LV"@F96.;5B'O-O-36
@&=!8HD,>(-=42_E%XY&H#6_M/I)Y1D2_D*F@V.=)ZP.DW!,3E(:%O'|T4<_3&?
CU_|K<,Y*V:\$8GZL.GGO1;@%*,UU^N1R4TV11|WJX1_M*&(OCF15+@GS:#"PU92H8(T
R(XYJ_VK;8GK-T70<0ZT4H#<+L|H|_7TYN%_M|5W:X14CP84HHV;\$6E':.4M'K
%>#J;|I2AEK#XZ?B,Q_585U(=3':DW)|+MF*,L(-VV3;NUN58:(S@MX|_"D491XA6N!/.|I3

I6=:9>RLIZ3?"2_U@5-! MW@V@9DTKM:0H2YF(D20&*PR3AREEFCNYB,1F\GTS_+
U"2#\$.E%: TH\;V2O- M.@7HNH\0?;?: MD<1&XOP\\$\?&\27-GZFD?
0)"TN=MQ1BG3G&5B+\$" PHA%/\$T!@PH O@LN36N M=F7&2_3TBZM.@; Y37"85O9&V-
=%:0:NI6F=[K\9350PIE@G""*E0KG8#,) M)@MBF9\$V"9ZMJ3V6:M,Q6U\;X3\$Q=:
&FD'2FHABN48&V1L6TT(<:;%GRQ.? M-%I\+JWS663&:R\.-G0YN"B*["9VE*
(X)YB;0T/2Z..!FG.\$TAQ.P,)%O72*+N%/ 9)
M6TC!6J++K,0%D'@'V9/DT&QX%W0(NO+2V(/.?F?<'3TET:\$.VX7IW_WH&C9P M:
)C@1M#E*90.L\058C\1FR=,DSD^J7>NY*9;JC\AH :2T-H#1!RW\KB8;
M2HS6:C.@X986D\)%8%EB/6KQ(*8L_#18^Y/%H&3P-KZ\4M\O3+U\D
M!F#QH8_7T_@99?1QA \<(.B4C8N\L" 6#3+0&^/(< #MM8B&FEC\6NB>I/8\
M%;&!K:"J.MO%\&+^VICE@+&L<^"E'H=+(HW5Q"H4<N&/I:\$.R92.H4\:"!
M^.@4M\]\$D[VJ?U&Q+VW;(^U.<(W:BKB9:4KY8%!1\$\!1D)#HE=(N91O,=!":
M2\40Z')VDF#PTNU_A1G?=74,2(4.&63 MBAC;-U6HQ?X4YTEU%%(57_T.+7M M\1?
+37<1?0.X>73F4@Y'QG\$X@D\$\$.?0(N< MI(G4UF\1UP4?_5\H.#**>P="_
XOA#>";XW"A8OQZ!*M")J,OI=CI?Y8G\IQZ
M#2!1M+&T1DS!XQ:4)"EA>\$B,EQYCE<&\#5W\FMS^T3\6)4-
P+-4M@%HAHJY\&='=,U!\,* MZF\J8[X?M7@V10%'&L.F)VHM
D+^=MDDOX8CD9G7\ZX731"JHD>67@+ED4DXF@-B304VL&EE6199&C; Z?H=C
N4ZP\B60C,3U?E6H.A'6T
MUL0^_*\$R:G4Q\SYBU@FNG\!+\$1,.)5\$*1\$"F0Y#2ROSED7\LV;D\=SS>E%@EIKF7DDH.V
M^C*"USDBP\+;+)EX@1+@7")XAM.N,=8;)8>"X,LJ11B@F"@INDF0
@49<.:T:B7RLA\$.Z=C4+F#*KV/?8=R&NM
M_>/QMMD*ZFH2B:\GXX7\$ _F,X_ SZ>C9"!J>W2^VF>*^&V>B)9B-)+K8RU%"6
M'+RW(*BB-M>^@;4CB;WU:SP2(NNIK0%4;G\O8P &K-?%IP"&G.7(27"0"(H
M4&:X%ZYV\$!\MJ>LW#C\^:XNE+8_"">XVKJ\$8TE!S38(4LIL%<\H/B>10^XT
MBA2_TBE3GE/43M8^0=F=RD;&SAWHFHM=35@'T'9N&WON.RFL^1M\3WTA974
M97IU, 8\& &6.'1 W&ES%=I8% ;>B_1T^0\UFI8F'2DF"8R?RBU")!F;U&L
MI6KW9)S>^WF9BW%SGM_[Z3]\T;A?E; &P!F.=.X;)DHU9.YM(-6C\$CMO(A.
M!.YK7Y\;F<@FKZ1V\LA.5=BB*7Q46(\LWM>6:VL,RDL0Y GEJ#(E+DI+1(9\$
M#54">.T^-JM3UZ2K>#0S64=L;1C-YUO W(_#7&5K4Z,N-",(6,^)<&:PC
MWJ=\$\$G=)&@TIQ=K'>#\DJM_CDK\A=Y"*VD#=# SO_9K@0&UKY!Q? T+*KI++)
ML;6G+ 63*4GB\$E@2!\$5FH\16U+XJM059_1Z3\+@=UU!3_QOPIA(<6\$,=U0X=
M8(F^+X;J N,YSTC20B7'N.2R=BI>^KZ/5_Y,@X\4EJ\N9JWP\[\$?Q_6"S%ZY ME)
E9QW&95XX\BM(#QHD9!A\5/6':GLE_+BYFEKJ:L ^/C3YI?D\H7V M?MGI?V)=
MN;@HE2RWP1@Q\$6((JT K5W\VB#36;+JJ'Q!6^@7VBT\SY63OG;R?0"QJXF
M(*"YN>_G/# B&.:R),E)BK\$@B\1Q+XCAS <7/005>Z+JF*HFTTF=(;:NDMH(
MG58\K0J6KB97_GLY1?V\G F,K&ZX-*Z-2&"2)5QSAOM>F9R0H7S%HA!94.FZ
M2K302FN3V:6N0=JH0000&064W67KJ\MIY/5D-I-#(#AHO2/=LGA8L3PP#ID_M2U*,
(IG3RIO:I^,OD--DDJEK%!ZJEG: AA;_CJ=WD_\$G?/*71;>U1(6AREM" M 3R19?
\$\$)U3IBX^A@50JK83NHF6)K-)74&LBD+:P==Z=_@18UY8;:3@!-T(M9"Q\(-
;J2%3RRD2;M.:UR\J^3%63F;/COBQ*ZF\P&-I 0XH-^KZ+<4\,@P\4EH#"OLO1HWPIOP
0?Q.QRBN;SBNA53NR46)>B'F2PV8+P)!L1 M4%NEEU&BO\$A)VV,S;3V%>[C4
M.&'H02F\IP9PZT!%RK4E1DA-9(1\$ M\!69*/PJ, T>=|*?#K>=>>F-
XG87)38R30'R^NO7T4*4?G0KRK-QGDR_+)5Y
M*U0:E62",0))1@QR0B1.8LP#UL3D9:8!JC<"WHZT?B_*=8;\$+A33@(M-L9G
MX0+ZZ(<)@H\XU2F3('H;-4.Y&)5YH399/ OW,6KGX;HD\IE-H9VNM\[\$\V38YD'("ED1B1#
(H)/0*)%GK*@\$*?J M17;,\$M=SK=P18-;GOKNN7(U\>,90G9YN+J\9S-7DI_
YI59FOC=,V.\$5, M"(K(!.4Z71 \$@'D>LPN";==K98N7\5R,UHV.)QT*Q
\$+MNJRL.BJEA;%\;4\ M\KIO\NIZ_F\$R_R\8\.>#D)V/%'=ORDJ=4@!/+ \$^")0X Y--@-
I=E\>EK>>2 MLDYQUZF>&L#?H@BN'(Q"8@.?F&1)9:
(HQC'H&RLP;A60P3%*5I_5QMC#J_? M<I7747"TM\RK8>6??WTFWG?XC?
LA\6W+B#_4O\^>+LT?;?#YY_=7)Y=GG^
MIN/%Z>7IAZN3J\I/S#X\G@V_H_ QHSUNW6-^O?:I*,6KIST#P!
[TP?";4<2Q(4<9+B50_5*%\(.G#1Q"Q)OA+(XF,I3)5ZC,5Z-2UJL-E^"*
M\;6)%3,;@#CEGB:6/21R5#19G\IM'OIUYXZ/YV>S#/K\$1*OF\N+T\Z_FH5LJ6CDJFI
+0L\^&XN2O:O-V!RYF,_BH#\$E01DN9T@>**D6299;% MH&30M6/Z+4D\O'3UQ=?
<0SIB4".%Y<0*AQZ\$HX)8;S-AV61NN0-PM2N\MJ6M M7_/5!8:>U\ -VH*56#
<_KIP^OT8&Z6'A0YV\?7YR^.;NZ.+O\MY,;R\I?OMP MJO;L_7UZ=OS^JN-

S'0NW\CBJF\#\#.:MF\X>P?.JS8?A\|F,|HMVZZE MCA&CZ4ALU)Y(,Q0),CMB'-
!4!68JYW WX:NGNU:-9P\RW#4UDFKENSR;R<7 MIQ@6GKYY??
[-^X^F'R\|V#U@U/JF*5MJ&RDNVY5_3B:N3=!:;5A:3%':.#%%;10 MKJ#=#7A2Z UVB7">
|N*X1\$'12:A*,LH1SZR(70@I>NZ3E,(H/'M6X|=M?/7SI M_2)*DI8I+XR47?RO_G?
|H|V=-/WF'KM+E^Y.+?SN|.GGU|O3R|!#4^X>KL|!*|L:/?S^|MO'I?/K&7^|?7B^KX@(?
S6,D8/^C 66XGK9K+S6_N6Q|>=^2&0)T)GGA&RQ0^
MJXC7"/,70A,1/"Y_BBY::FK46;)CW|2>K?.\|G<&Y|"*\$?*P;14Q2?QF01M MG'5,IFB|*
7>BKB^Q^IU@J5UQ93U5=6J.70|G|Y>_7YSN;>|6 M/ZB*. =N"QDKFZJT?
30_N1|=PK^X'+;|LUQ@>"*H&Y&29V*UPNC\$ _8|MAEX|UE,);2+IES7T9&(N\4O&
2;/R|;89>)*A?TU,- M%T^-33TEM&I@BH?QX>K|8NEOO#E|>W|Q4:+
R_W,S\$N/JV)LMJ:WHH>T*/RY M1\#|
D:|%,&\$&ATW1#+|T|5VD@;B<-;XM"B.:!^C6C&|DYO"+VV:/OH2Y|Y"QK
MW#RA#&8T&KD461*GA>=|!>&-T|6*-E^CIW|.I@8GG|;&5--"JL7ES5L*9LRMT
M\$O:R+H|^OXHYV40107379#P?C|AK::|3,8EIXH_ ^#J9^=%OT|GUU_O=2CGF
MJ..1*T5JIEFXCBWQ \$OC495F8|:0;IF!Q(K)+0>//7NCNEZ*M:>K\$ME?4B9 MJ-)Y56;*
<="|WF:28%-JVBQJVZ)#:>X_I=45!M?DL(ZGW5;MW& GYV_ ^X^S=
MNT4&Y^KDPV|GK|YA;'1YNH3|=+CJEC|K>FM9!1_FTS2^|/1""XM+O|FBT5 M'
6(@1\$5RH4W1P)BE(B7?;"01J|=\$4.Q%XJ\$'W-Z|29D\$2T)*5RU&:A,@8*?7@4BH=@%4_
IV?W(|I MQ=U?_7#1>:YC5B3Y,K"):4|GOW\$(V'RF<|X+ VW M:E;?
G7_X|>KTXOV;TU=7^UC.1|I?Q3ANIJB:_00S-3!*)KI@01+K2Y=AESEQ
M+%MB@O2"!F8%@^KK=1TEAUJMATT?|I\$:A+;&1TZLU@A6ZS&RDDP2YTTTVGHE
MJA<1KR6D;SMSL.Z?FI##Q=VJ::@X+<|DZRO|Y(??7O_MY.*W_;RKM<^I5)W_
M(PJKE>J7W2&6"8V+&W.KNI@UW3.3#=#Q:=*X331HW!5-T|B.Q(665K424U4X1
M;4W7Z/WC1NETR>"%M3|HD" E&"6(TS(0X06S+E.1E|(|W|^6K5D):6TG^U:_68=SV8-
%97LT|O2-/\$>);!M|DD#430Z4NYVD&"I M(M%XQ5@9EEBH*6E)E (7@:::6,X"B3|J
MYI4U+M2.K5ZFJ%_K<8#VGWDS|03?JC%X?|I^_=G5;<|E|?F'*W0>3C^|WC-W M|
+C*MW;V9+>2K:D3 T:SF|CX=>+LY-/;(KHV_C?)9!6<);" BV8(@UV9,4
M@^8FV@RR>M/>70@|_K/%B^|7R |:R\$|"H&"<&4XMR!6XFX=4RF#SBXI6GOX
MT&X4|FNINL/6|VL^G>FM5<-6;L^D"<98;D"%\$F)46JGM#>@;R# M1|?
@>Y90.9|_ANG""3|V|G608 QYN|/\$* _@JF3"">*|+ # CFB8TN\$\$.5#BXZ
M*W3U&6|H|TMJ|0>L\$:_FNQQ#DZT:MJN+17GW?UU>G;_ ^MWU,VN;'5#%F+|!4
MR8PM|S#<>_4F4)4-!OZE \$|&*G&'LH%0AEL36);2K|WS/*;@4&-T53K|7T|O M%JVA'@
4Z0_16|O)H!"(-=|0|+4@6R2CG0J"V|NRH|93T:T@.T/936U%|T*U:
M@@^G&/Q@0'3Z|OSR|N/IQ>+V|#X68?V#JEB&+6BL92"|=(Q>;9FAL;B<>7_Q
M(%AA=3+|\$|2@|3&/\$G29Q8BWU"1QSP5>W%1MH.7CNT|GWN/9IVRUMA8# ZJ(M5(#
(-B*1Q#473@4??;T#NXW\$|&P|:N#@V?RC*H)OU9 L5^C5R7_NE_1Y^_N5
M+I=LH*?:99)5 ^QUE6@^IRB@S"-1GD@F(NXUP1&CI#&4L1A<|1WX!7*JM5=?
MYPTS;:(7!(-=0B:2,T68\$<|@%69*L|@WR4!"DH:8P(PVFN,&57L|J+EX;:"3YZ|
M#O<@#93FBR27+*,7)5#F45|QA#0_XBUCX&WX*LGH>%U,#&L|I#E971K!|Z
M_=7EZ;_CNNYM*C<|WK'LV?4,3,04E;+KER'&?SW-5)X^NU1&YP0@V1!X8|" M*
(:YI>P|6*D|X|J_ (1H/:!U"9:#A|F|?BY#Q|F.0BI8D\$%DN_'9<(@E:3
M(+FA*:AL?.U^F|N)Z7O@4 4>EQ7;4V M7T|O4RW.I:OZ)_1LE7?HZ&K-2!#4\$
RZ@2<76'*UCU'::""^RL^&L_-|E&) MBT/7A:YNEG_>+R3%@A8 G\$")+ :0&%
(|%0A>J|!5Q,?GJ_R*WH^S/T(Y|%^P| MM7T=Z*^!^1|?
X(" \$TG8_PR+J6VGC|9VAIHITD&S8L+"L1+EHAG7L2@M#.J M=@G=KC3V.X^F?
Z1VJM,&_/N#OMM/N8LL9QTT\$%R0N""=Y"3X|(F*R)AV&/.X
M^H76NU#8|JR;_O':H3Y;=357XQ.N?!CMYUP^?D#-D0|K:#KR8 =A|15,>,(4
M%40&D|M|C2,I!514WQ\$H?B%8F*, ^<\$Z;VIKL?I7W?%JF/KZ?& MZ@@;:-5HK6|)OK|
>_%Y'391|I#""=BJFO/\$A 1%+"WY5YT"<26,4-1GSA0' M6|UA9K^MU"_C9TC7HR?
O+B_%Q?2LL?;)=.K'GU:>QVCQ|H(5C"SI0 U9)(&DM#6JJ(H:"DUTSE6%O,03#?:?
X^K(ZV%9WG*YF'5 MJHW?JQ'Z_EO G;_KK_%|AQO(#BV|H|^0Q|A43O|8D5P:XE-
"OP(LC=P%#NKG M;?|>'O_@J=_|<%2\$7L:OQS7W>.%IK02ETA\$'#)TKF@.Q3#BB44
Y2%Z*O6IO MFS00UW(>MXQIB.%-9|P>B#"UR_ FPWS\$-*KF|L8X|H/WOMR>7Q^|P9W
MMB>|9B^,|RZ)*XWOL;29>*TU40KYH(Z6,_?NENG.I:/;#T26(^FT%:W^;4# M O;?
QE|Z7'<##3K.%^M=R|Y#6N!OSJ MR4*
(@5'<|#6N02N(A%0.34T@402I:0"A<_6BNBUIZS_JJ(&5S7:LHF9:-5\$O M-'?WT3|^*%=-
S#OT\$3MUFK;)ZT4)\$%4"*FD&*T)03B0LZ&)IU3|9YT1VUC M?K|8;E_L
(JQ48;29COZTMK18PBN+2,BN6RBHL;&VI>;7B#G9V100@MJ-INO

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M)1DENI&9>2*8R0F-=7*LNW.8?:GN-T'2!U2/HM\&\$/T"?R=?RJ6999'4Z?=-R
M%00T*!1IH,*5*|>!2)MJ:%3@I&H0!A5!A6GVC4KA!#;,:W9\5!|-)TV@-;
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M|=V;SEN-F;:>(:)-!+7K*XXI&Z7+ZJ8#IE\$D9S@U&(4KD*61H!3\$22|1-3!:@
MA0J&|MD)\QXGI#Q(MTZF,/R\$"RY^+D4FMT=,L|L:Z@=UU!GLV%!QI-EZ0W\$ M
*4WD52YN%\$>W2@;B;:' ^Z M.A/!H|JX, ^L-"JE|N0,N)
M51X|90831Q_62073#A6Y7SB/7HG_@.DW>'5SA<|H:VS!|-UN! BL!P(%5J7
M|HB"6!H9T9H+P&7C8ZS=WVX/,ON^)-(%NC::O6ZTUZIA6\|RV-^4/?K|BM-%
M.C173Z9,"&=B*I<@F8P8S300Q'MG"55)!/Q":UM_!D?=&2/XM-4RGY2W1ZT@
M4=QHH;1I=ASW740L22PYY2/5H7K0ZPVD-#559!=|YJ6F(44X,9"&IDLF8VE=- MCC@-
XMY7^P"W,P,6M|R>K?G0A),)@+:HQ08NIZ=6|=::9NG|6ZZ7'M==<=<.K=?
&UMY.>&NCP\$TKRE NVC/< MM%0D JC"=,)S6JW2NBJQ?
L|WI^H=1D1UQJ;X.C:XQ=GUY084YKR2(!)U_\$
M0,NQM==)\$&.MY3RRZA,Q|B2UT?;PNV!HLY'J3FD-N/P/JH/&|V\$J+ V_P?TU MK=/O<72-
RWS9B^/+U^O;)D*;V^=#-!)-\$H@Q%"V!D6"!/?&UM<4V.L|!\$1#&9H4%Q
M)\$#@Q'+PEEN=3?W-JZOVYP|RP">-B4Y1?M.Q'!TV)9J=S.:385CL")/54?'K
MTF%HBDOKU^"Q9<./I4?JOF!F*I*AQ81@)5GD1%I='EC>3 M+WXX'D2>.9!B5
H#2E5SL0FJPG^)UU.V3%3V^E=1T?/:>0#=?LB5/80=-@
M0==Q,OJ&+NEC9M|!#EP#301314DK1_U1"\$4E5*0B-B5BON7+4&:IJ7Y|H|D:"6
MX+./OI^WI:XD_:0|&XR_H1/^U*Z*I7:H\7RP@446&"2Y,6\$@B S<<)K(J\$|L
ML*"IY+6GY:RCH^=#|DXVJH/EW2!F5FN*)X0^-YH(D5(9JE!PV,Z>JNSP|TM1>
|HPF++0!714>MIKE70U4^^.ET M76HZ\$#@| \$MSBGA-1O<^UZNR.-
M@7DSG/E/GZ;P:95C7;UV:!=SU!@_QDP23-9+*?^@ ^*H|Z#QZ8>^#)BKI;W*H,%M
P"H84(H)*-Z_<10#4(H,>)\E M*:T!=\$Z,Q>TJ!+;!0)\AU@'*>JKN/237L|+?#|?#+|=?
5H1GS43P0A ?2EM| MD)3XG)\$%Q3,71H(66P7:/U#YHY?VK/1|5#;I(:^%>^_/R"&I%:-
>LZ4>*?_C2?K*VU12_M_P:B'1?^5%IB7#Y&6#^;C6N M:&'|DF8L9.\$)9Z51 Z4.K5\6A\$O.
" P7|T=|29:>NYV4=LEJ"KZ1B&T2DI: MPW),*1 EU \!L7CC"74*DC9EW|*M1-
OFZGIU|.LH^TM(+2'Z!L T<P-NV|P#9-*P%MP|H@%IYRB-GEB8IFOJC*4V5*,&J-I9EJ
M*6JWJWQ&1+|;7D8\555% |:EY&:ZJP8NX"XN33>/@_D-8T>N6= \$(C#T0BA1K
MH0CG5,=L-0JV>E7H3A0VF<;\$QU/JP&|4U6/0"R'1+|L|!#:+B4XFK"
M|15,47|9.ZI*:7@C59FH:SQQS#IB@U1!|\$Q./J|JR3\$>4A(!TE9&-M:M%O=ME4YK"?
(!YF=2J/5-4ERR=8@6N\$;|C M+/T5#7,Q:%|D|69FJWP|7XJ?
%560;M@>C@Z86!|*>D5C.CD+)&NM#!R,A\$. M0CINP#%6NYQU"|*V@I?
^,|%K;Z4T7BNVUJV<'5XX|O)S:U:1|<#!D40*&..@ M
'UQ9H(G,D5TG5Q694!5|:BD9*IV=Z@CE93=Q; EXS<#)G!^5 S67@;|
^+/L!SN73*60K024.K1*"(-HR0P9XCF*7!(MO'2|:VTI|'9"TEEJ|<^P#/8#PL^R! :>0W
VWJ9>(W.XI'DB!I@+R4.FMA=# M_Y/|SU1LP|X=U+ASX)+_&8L"O|\$
|@A*|DIL51BR*Y*!.-DF?F#F4G%5 M>Z;5CB3^Y\$;VB%C=4ZT_"VI?DC+^PG"2V;
&GZ3)A5%:,GTYS\$LM \$"2Z6@, M=5*WYDZL:._W).EGPGEM(#2>BKN?KGLR&DW^*+)
F2R0KY:I=5 A+;?|.VJF MZ/;D|,C|J&|930Y8H\$7/\$L,SL!\$XI7.W#&5,3S!=-
U=U).YF^F5R'>;X> M/3^=NYB,1JB6/_PT#50"DRSGQ-B8B<1%1SS5DBCOM-
79)Y"UW86=B6S"N:V* MJJ=6LEN|-> /,.?@P"6:F\$?
|SKE\$KJ0,Q%JN">6@1+#4S^B|Q:L:L%DV_#&:IM#6|!#&H Z31-)AF-D:(Q%C|C"|# X
MGM#;,<*YV|^N7Z.DW3CHNYJKIY:>Q=:4L|N4CMP#XZA'SYJ2I #Y8R59;)DC
MV7(A613)^=HITUUI|!#>6:='^|:F_W?'IEO@|GP^C,'0WJ*7\$ M&G!E!^|42"\$K-
|2IZ+;V%EU7HN(W\$E7!|J-I^/4X:">,HKNU+YD="LO3;L"18-A%P?
1W|P7|9UMX(%4.9,\$T@ ME4&MH#%2E-ZC-&4,3D:64^TS^H?O|WGJ5|P>!K;
|ZN;AG"UNO&>LXLV0ND# ME#V16B?B,<(CD#73+J*3%*HGB!Y1T"^VJM?
D!DCL(=:^;YY=_8&"NODP1%<* M8'SR9>\$)G?|W|7!^?)>F2&<2(-,N@U!Q*U#|9\$|4
|@>Z&4&W| M=;:<*NH=')/N-=6 H;W;K0H?MPVF-1BX1 FE!EG05I&@
BNY7Q=9%L!R|6EW M:|CH.1AL!7^U%-42U@|RC-|=E?X;IG&UJ4PH=XI('@,)U@>2C?'?
|G:V<| M*|/0;U%(>SYKGPAI8('T.ALLCD?KHL|,|G*0W+K_C1XG.SD^OYY|ETT=|1 M<
/'@27)+MH|:D4Y^#3-\$A^ZVLES7T|^L|_2D6R*&H
M^)E7Q*UQ>&829'1*9Q4(.U+WWQ)K.."),69 !Z4M+600%9GHM|X9|B;53!
MQ|^|0);G|UFUY#.50> !QA|V>#1X:408ZE0+5UJG2,F2)|D*!M4,XMC'0/| MAB-
_BH5Q,"Y^YD7QQ"TH|-1"0G?3J;_X>_.!UEH|L.RQ*22+5;.\$&|L)1|2 M|
%8F9U097W|@)=^B^?_%\$NE)EKZ3N70+80'F>7WX\$N1;OG1RFX8GB*EUA.=

MM2/2JD1\!B"9Q^0-,UG!DQAD0!:_\$+_Z;:_;PA)H1/6M;:GAQT((SX1P/8V?M\9L?
IZC\$17WZE*NHO-C1A\#1CW3>"B*A\%8Q%@B4"96RM&>'VJ<1MW7&SU9HQ?
^8UTQAB6ED\Y>|+^UN*S>V_46X%_/P499E1^O9DI^D\KQ\TL)0MD'E#\3@DY6\?
7_|*)#63\$@=0!^HD*^FV;.>@JO8&444JK;W-6_MD7#CG\WV
M)00*>UIRGHW\$&,Q+2D*.0+@P+FC/K4O-/6NT&&M>6+_;>9)7^QXSL.#D9C\I
MP=JAVR\<0ZE\|S1)PP\$E4IUA\#H'UR,(9JG9*3*8MF0I.-M-%MK)KG_S*1>F-
1J+;CE+V_O"Z@M-V7!RH\NVZ\J6?V2\W?!\?[(EV M ?JK""G-;W%+@\$@IQQ^-
!N6CH,RSVIUD_XK/E:EWD3G-B5:E^P\|D3GQ2#J>_M4;:&0.EZ+Q\^!USYC;C\|L^5-Z%%
P\|7\0B7/3A'P&>;X\I>'>C>;4&;0F M>H02V4Q^?21""I2+2P/OO2L"_5+JGSHD#\|K\$:
|.O1:0L,^CZ=+_K-!;=^DF3A_-NM**P?KR&,|:M%3.R@KOC7;,&/9&TF;>V5&3N;M(%-Z
SQ_M0&^SOK&_H1A\Z/8:1'.W:IDE&EO")GPJ*\|R10J1RF1S_K.HI0LU^N\ZI8
M_68XU2?6OA\I@&3G,,0_ND*-OOKQ/Z\$D&S\6)VAO&&A&00:E@&?*)"V38!; MAJML,%
f6=G9>DZG?/*\|T:LJ%@UPZS.,8.R\J,|!NAZ,!B5\$+G5)'BL%:*@H
MLR>14MROE;,\$TY+8FAU8)D06J7;MU+4\$ZS?%9G\|JX*U2K?=-!/.94A^424MM)+
(.*NH;11!QR%'FS2SM';Z?1\ON\Y9,9M=3B?Z9\$@#\$V2A&:3EBB\F_V7B MPKI,P'!
(Y\$2,'A*'A&\L\$96=SEM4JH;)%%8RW)_EHOKC8BSY):PI61;/4>M\/#@_&_E?T?_H?
CWP^~^)\UG2\|CT\$R;3V>W)_M1PA3\|\$?FY>ON\|^|5/&9V^1!D&1**JZGB5A@CBCFF0-
5NJW4KNVSOG2\|KLSE MP^~^B/^=P/8;|QZ;
(H>*0&S.,2,\$%"59HW/BB2#FKL&9EJTUN2%\7J^~^3
MQ;WPY^ER6QN>!GR!3X.1'16!'OZ/T\$WLT23&P&_HQC,HBRD.K@!UA,G\|^G!
|HBNH#S(F_KZ<^TIGB,NAG/MR_MZV1&SU\6|E&V\$+~?GO;|J>YM_6Z_P^5A_HR+Z;
|Y'S"~^+0^F'*22#0*G\$F@I3\|CVXRF"Y4_M89DSG5&5R_*J(@T0R\|HEK'-
+P(&IWHGE\G'\O)=MA727_&N#>!S\L#QC/
MOP,|SCS*%KT;KCPQKJS6+C'BRH,315)P4S?.T#_%6R\+O6\3N8J8)_HTRZ
MG6O99F5Q%<|:"2(M4'2HO2)>)|HF>M,F*UWZ"|+M@2%N\|J2)"7-
|I\OU9_NY/>:W5\|S.D\YF.1+<7R\$MTH8CW%?R3GG!)|V%C\|M5>DF_O;KC^~;|H?
5@T0\;E*3XQYCOMUN?TN\|X?_0=A\$"3\");DL'C;"LQ_MA5,R\$^8QTM4X\|B\JWB)
|0QE;>=|3G2Y\;PCVB=WWW.RF?O@6W(SQYOIF\ICO_M\|B;3'X;C<\$\B\)?\|*<903
)A=;/L2COBLQ0DYTB\|-"!X_M\|+;Z\K62L.DM^9I%:S^HAE;A\UHEK%QXX=?_71AF-
82N;80LH7\KEUM^_9I_M7YD*<\$D\$;Y4NX\|!\$&NTQS_08_Q,N4BLMLOX=FE?
+R\+|PA\|H\Q\WYX_W=F_MB5(G\|HP1(S5N62*FTO0*O;'2X=%XS;_N?
8>WM;#O)D5L\$ZYMML+7@G+K)?\G_MC\$W\H\|O:I_'TR_#T;G(_@'^/&=WI?
*>7\|R1QS\WNWH986\|*Y_L8-'F2LT08@XYBH\;7W<7=S\|?W3X.=,|WO;7UJ*
M0;+3&5VW\|!)#()X+BSA-BCIHO?15>|_6DOX?H/&MGE>%_GF*?|P(E'9*L4L_M
1YYZ;@2(@8!8&QVCGFL\;U+|?1_38(F&WQ*W;>5T+D>2)"|L\YU=|AL
MX/XBOI=M\|917\$PINA3*>TU3,HHX)XYJ01)P&W%M=#37+DO7UN.=!":H\$EI\$
MHSR1.5H2@BB;|7/*,IMJK%VU*_T>&<3_FSS>&<3>|K8O#_">|!S_K_ODP+|M\|I-
_SK)P?&2XFZ1,5'#HB\$0-Q="!?"2TV"!JE2?JOE;?9ST;@/R-7)22:
M8M7M,6%)05WD7_A,C2BYIF_B0WJE0CCZ60\2+E)C-F)'>4"(=:DJ3&\$J\!\$8:KNJ(@_M0%
<_UGU)GE;HM"OJ3Q\9UH*@\|SI-QJ6>V\T(OX36G/XJOLEY#\|^M;G\4V\|J71T3-N#;,)8J
@\$X\|B)9\|&@VB_H"|"H""#&,%:5)HO:M\|L9S;
M76*R_6'5\|S*T+.YXTL(R_NMF@%)=.AT,N,2)|8K-|D=IHH(9@11C-'S5I+MU\ICOJ?
4V8U0\|_8/0=_6O2P0(L\|&W3-?+((R*&),0#9ZB5JB:30\$(TPF\|
MA\!"MIGXM8J\|Y'M*9MV:5_L\|H(&=|S-Z#27=|G2T3)O)"4R_C6\|J\|OD5F)(
MZS@!5SP"GSSQ0ABB_@/_RDBA;Y\|KBO;>T\3W8;!>|6J_0X^N&FXNXVH_%S
M&4QD%"NWXUM%7\|H@V=:/JT\|_M3P:W,^HR4!_F,XIVD1A\XIF"FBUI"
(8C)D@Q\HUK5Z2H_"UF_'L&J8-JO_MQT\;+H/\$J"EE1_+LGI2+|DJ6,L*SAAR8;GZ
|O7I>JW27N_7-L\|G^895^~;1
M)4.'TU@32\$P8HTN6\$X8\|R9%06NP\$IVU2ZDT9\|WG=L\|2\|M3AOA7\$;X\|J@Z)/
M\|=GOO\|^>WHZ\|!'^6\|G1T\>M=Q52#J83/#_ZT?IR\|""P7#7)T(UAJV2_E9=
M_TH)8\$MAMON4'2U2--9E0C4-I;QY)(33(R4(HC(&66U\T9?DF?GV^R\|+Z9_MD0\|>&?
DK^#)8.AV=E;DXGC=P.>EP*BY^G+VA7I034"PPQA6AL7BU4BOB\|Z
MG!48K;GEJG;GVVK\|USBM\;?GMV3\|P)N_QO\|G>(??MW\|F\|&*0WW\|H*>VM
M9I>!QG\C%9>X;Z"!)=.4\|*+226G*A2WW0Y(22<\$2Q\|@ER66=G&.!0.Z+H.L(V
A/*S)D%0FK_MP\|42%X\|VZFDYG%V&VM3\|Y\$*2M&(J?HO@,#XFDP)\$9&>;FR9+
|VV>\$+XC3"_ML_HD6\$6W'1%IE%S\|MHVM\|M0HIXD1'.>A1:6_M\|@J)MFA?*2.ZMV4;,@*
(-320G_(SP6KPL?;!S+|WHYF._%6ATS"Q-U\;H-K+_0N4<%:
MKZ(DUF:~**#HM2#&@G'>IZA\|2S"?XJF,SOQKA)@3;_OAEM_?_U?6CZG:"+1_M-J+7)

1'ARD%HB(3!:@(W+%1 "%M3@4;B|C9N8-Z<\$0VXKW.=EUS-WMW;4L%0 MIU":*@A')
<.,#!BC1&;GHA0J:EO|B/Q5H1HY*|HPCPM)U4500;H>.@GW|%<
MY5|E.^JG'Z|*+L;=BU+K;/FBF"VX2"R3Z/MH|'\$&J>NN79J,Q|*PE03E-
">X4":KL.@X59H%KIMZV2.2&)?7V5P-RK|3; M"SY-N*3+|D /<:H1W.SK2/?
|@T6I7&D(8XR69%*@WQ5D5";8 <78C2U6X& MM*YL/1=SW"OS|H)/RO>_2NQN?
TNJ5/626L(%'R5 M,/V^C=KS'E@%@@0;Z.ST(F%ZR58!\$04V4@/ E2|,\$M)J4I1JY-
H|RB&I7YM5Z MDKW_J^DZ>@><&Q@H;M?J!_H=ZD8X#X.BL14+G5BL,2Y)(@W
G6Q|E2J?1"R M5)!^H|M|(+YRG|S6_+NV^7J#->|2&E1\$.44,Q|DF5882&2N,6HSC2E
0JK8S M_D\$_.YI;"KBH#LW\$=NOY772RWQDXO3LWEE8|'GX|.SHX^'IZ>7YSO|*)N
MC:|6>3"WJ?05"Z*A*_|6D(|AZYZ|MZ2H+0NKAI&=D\$E E%PG05CT=<^;7Q!
MG!H%-6:3/O-?\$4ZC@=^+.FT3#@GF"FUX:%\$E)H7OM<:ZD@ M_9%%?:
4MF7.T|D>62|+N%|9TZVUN|)>Y|&HP&D^~0/G==FEQ" H4Q1B+1J|)-
M|SWP(V8).L.C|RZ&N|0J'/H?@^F|2\$)I M<#VYC%P(OX4D/+M2VE06 VE*&."\$0+|
^EA|YWI9HGY/??%I8HH-"I3|>? M3N^4;@N|7(O#<|V=H#FG2F-|Q3&F%)%H|Q#
WGC5?4B=DO\$Z/<\$ MK7:Y^GA<^C8=7_QV=K1+<+7L,U6BJ5?EJQ0^%;ITH^E@= /H)?
<9TGC'_SH M)G|X>=S=+_BO^!.LH!9PS|&ZO,43=A9N>V*4DDYF*Q*OO?%O*+.N'@^".
<(-MVNQ%V@<_/*,(Y)!RKWA04J#,KX?/JB|^>'78U'P\$|,-!A=+1=|GOSF;6#1
M!\$W*IEZ*>M/2LD203#GNX|0;6OU@|HU4Z|FQOQX9_=Q/:X|K#6S2^S?+|/%3 M5!R
E6P1QU+)8Q;\$|0)%Q!\$UC)DJ|^\$O(5F?9^E-\$CJ-Y|X&S.L@7FWD8(/ M^TOP"%YP=.BT
2(U1|A>|7+#+6TRF3G%JW>OVT|40_K,V)QU3V_AWH"?=?-MOX#)|/3='|1^
^9'A|N)H,13&Z?|6D!&))\$12)EN73ZA1*H&!*L=@D@E J/ MK_GU:XS3NY>S?
YR|_1B|M97R<.@GD_E3J8)>F8+99\$O!>1(5%3@%HR3!;TJ2 MCRHG'1.(O:Z(ST7J^Y"|?
9^@)J9M4W0QEZD/B@G#"|.4E^=3@7A(DHB8:).#; M>*-J/TA_5:B&5L5=*;^O;; HS6"S7_
"9D_"TY^B?==/D|O:W)))+D&|0(! M(1F1%I=ZBZL|";RTBG(03-
HK|S:4MUE;;D.=EXBY3QP;X.S^|Z\$O=QF6WN4X MN^47(9=W 2RBTv2!4\$NU|S&A-
UZI90_-JM?WQ6G|_D2K7&M@&LZ2&2!-/B&P M'P>EG|Q@BOKCHK.
("F!RB<;VEEDT."A+9.21."DP+-#1)V8=:E9|^JPAUE_|M &%+2G7|Q;C@_/SHXOS\$S|>
MS_+K={BOWN3S5>ZQM|:GTOUV29SZ8S<(H./48'1U0#=@OD#G"69\$ME*HRBZ
M"U0H*7Q0)S6DF1KN\$D0??V72OL)N.LB>-LT|00^=&_C0;3DL^J=>81
MIXL)JE0_<|BHZTB"XQFGC;)&UL|\$6BY)O|OS_KCR= FK@\$,+6^K"7L?7/_Q@
M7/;6;|MP1B5\$!7A(:6-FOB@;\$;TN87WC&=MZ;XFT6-) ^MU.WXY-%7|HB\$V7
M+"4A,|DZ"QQ&Z<&MW&N23:!*P^&H_Q|XD^_0?;V8C6S? D:=F.8'IT9|+
ME_-|V0YAU#>9GM G:Q+Q IGB5.4AD2=2JEV ?|UY.HWN_CMN%4=HXK57M|.
M6;_O%'?X'-!E|ZG?CS=9V2H M.1BF;JU0F-\$8H|J,P\$#:\$R#8
FJ7TET')D6)LK.UA|Y|H(U9<2-P,KD;S MBFWQUZRL|G &T7TK>KYW^M+UT8H69MB
ME5%I:>ORR5 AK""QE*"6N)T3EV@D4-ZSX>R)VM8N"MY6:%A|Z|K\$HCMN74>C
MU'.8|Q)W'-4MVJ|MP0BUM*XEY@M)T?|OJ;R
MF|1LMQC,>D<|O!E|!>#3M/('@\$|1*4P'!)K2_|^-(L,1)C4G#)V)A%|:Y; MZTO7ALM>GU-
/5|0|X=7 |OF"/A|^??7_TXUGZ8ZSY%NKN/%94D)U+I7%@R8V M4/1;1&88AC36WO?
P/Q^N7BOACRO" _A7N!JFXGWBCUX"\$,|M=X%M)LH#U8X
MMA0"%PBZ)8Q;47+#+:Z?|;"AB|OT'|T.5|2FY,VX-T|CZ37;_2@1N M:J|V+XC3J8*^|_WD^3*
(.)KX6PS>T-V#8F|#2P*IV,?8)KOWX MGS.ER@_%<+?
*4)&3<|83%3)&93A_<#99(/@_|C1@9)9K1_HO"M3O2=Y;KFSU M<-
GA|F&WVZK9%#KLOG_5Q;B_|JH\$X\$3|X0J8PF/N+V#T88L;14,NJUEJYE M7^~W4-
R;K4T|&|:Q>>PN_YQ@Y|H_|+T#S3O\$XLME HV8/##+)*=8]"C(BJ5-M%!"6P(;@
'BNG7"VEF!K\$4V_9Z+M#Z<&R+\$DPDZG9_|\$M6;
^S3:'I&V*^<1XIP^&@|P6""FUP*!;C.^:Z;2|GLH=G>:5@#MB9Z2|V@
MXPE,+SV/0L321T0:62Y/1'D4K5"|+(7#/V&A=KN:ER5J|A1M|Y3;%(Y6RYRO
MEG+3!H@%"E9=-I+F6/;@|=/5@;C8@8^9A0NE<\$ \$I02)\$7T58.31D'M M!>J9\$ \$T29QN
G|T|J|&+M|NBRJ+PUNEIXMPLMD00Z1&F)\$)D2B88@EB5|G)0T
M2;1*JM|X<;DD3=4|JTB<"G9O@#UKQ=|ESLV(TE@W!+&E+=:QJQ= M|>WN98G>P>7
1@SH|@;'.R_C4L;R.(7TZ:940NWAR&QM =[N &T|F_1RG&9% M"C0BZX5R@DB;,@G)4.
(<-3@'C(%<.|AZT^T%U:"E>C<5R^Q\$H2VDN#.4ZJQ M:D.<0#|E<>|.1%8'CI'Z|3?
Q5>=_3D=LFO-M@?Z^+;0|_DO7?|~U/|(BHZ=2 M0O,3VMP/_P%^?&D@4(?
|&5I8)"*|HR1H_%%&R8,,G\$=7^YRX@MC->A"5.!! M?>|^~|W'#_!??+B#QC^A*_=:|J|%-;
F|2*CJO4 DJ|\$W2R@.0L8L1%A;-G MURN|GTK<;9"2|S>">9W1^HR;2_~Z"XUSE!@
\$0Y.^O+P0@&NYS@?,9P6\$5K M7CEE/0#@J\$T7|VC?T MEE|2M=G72,VQ=V-
@WR5_/W4WXTNJ>3"R-#@7.#=EY(Y8&2T)(K*^<@&E9O3S| M=I(V^TZJ-?9N#&O?

KXE7JWA/HO10TX.,PIH"=E+451DZ"<125'CH\$JG%Z8|
MS\H\0E^XJG>3L(T>S#JOTPTTQ:WMA+7FA0DB94VD="J4VGHZ1A&UJN0B
M,RQQIM\IP3#Z0"6IEGF0!,SD60\N!6#P@@^>\$F,3UE\X\|PVD6P M=Q!WYU\|?
U2%C;Z"6X"AW\|R=.P^V."O_4T#6+R\$4;=|6!4WE,(Y>7>D@.N#8 3V&00!&XI0?
CU'N'O4^PJ_\$4D? M.0*M0-ZW\$WN((A=+?06XR:'&ISIA7|S%JH(9S&
U)K\$4"H=)%DV(JH(\G1 MP!EJ\J*O,8X_9ZQ\|D+ BH9OM0ODVGOA_5W\23?
OSCGOI#+QH_3)#!:_^\$-M3+J\%*ANA*:<=,-!*M/S8;/_M_B\BSZV_HD;XE#
QX.9.%24A%G+|T)V1S=MZD_%R4\$ZPTS.O\J\Y1X\G+M XPI
>R\$F#V&Z31W\|.O^+|RN4AGS?MUAC;A\|,P MM UV-
'|NL@R\|L'DG\|W"%\$+D2B:F\$=!T;53B;B@@*BHO(VB:%C\|OHE>7K.
MNFBS,||*HE8"L"DR/K3;(KD_25J>AP/ATI0#R1"(AX2N*+|"ZJ_30.U,H9?D M:6_AW
|UE73:\$8(&Z+1HC'*KR-V#H&2RX=X3;0R;USFTS%BBM!84E,C :|<@
M6BY)*Q3:%>FGF^ON9F^/_7ZOG<|L"S+>GRLP;- B>8*PFBGF5'\$|<8NM9V
M_I9+TG.B5IN;8070FJ3>8E8:H)H\HG5"J<0\Z5C)<^DE,O3Y!(5M5_2K)*E
MW\6K\|LZO4F<+HS=GEL%(!U,%CK=NPBWE7Z\XY\$G3BA-LR9?FKA8BFI2895*M
ABK\TJ*E9KE-H&_V?>5%TP&N#723=*UHM5.#99\$TQ"JT:HXKK4EG;\$ M^5*\$-7L?
HU:&T_U=NRX1J.?C+P(!<|<|<|=+YIH;&8B7 MV17\&!*\|-(0&R\|R4L?
H#DU%%CV7H\|M\2VHM",&?Z&\$A*.<(4Z\|O\$CZ.?HS M?
O>C*WAZHM>-9C7U2P>|,7R'T61V#ETJ\A1.H)\#9*MRXN\HFZT2U_E\|H3H
M*TGA+;|I(%TA^H2\|?RB5?(.9GT_';3*17HBDJ#*I>I&B'M,5E@|H&Z
&V\|4X\6DGO2%"VE0:(|4R>_LJ:ZY32*B'HYJ5":CD4)Y_&>|Y2)2_5'7OC#*=%V3<"?J.B
M\|M@T_2ESA_5%.\$|AFGH<#P%".Q9(G-BI(0DW"< M*PBQ\|GG^&F(U2:|M:-
#M%Y\$F:'8.PV\$)_4?|JO_-\$YX7&!>1&6>4(%2:|O0M
M&>*5207E62BE+G:I5U>DZGE\$N^|*\$PJ%DVPZT5?Y/Z:)|MJDW>>@-0>(Z19
MS45!20P,9Y.,0NK: "%M\LE;NEIKVY/8 <@/1ZH/K-U3C='3_1V6RWF-1% G:
M\|J"Q2DVZB%Z*9LD"E4D%M;^CCZ?2M!*UUL-^|3WH+D#LVJSSHF\|B7W7T6|
MV\H'96\|W52'W(WA#&)I.C\|(@X7#/\$H7_L|+W&:"\$8#1NV*XX4@MB0M<\$X;,
MC9(FNYQKW\975:#A8+D.?_N#NX%5=&/EGZH|-T;17!C_Z9X88<9R(KD\$|+)%8
M*DI^E+;45Z\|H'P\|Z1MV)'IB>1V@6\UM^7)Z\|OGBZ.SKQZ,/%SMDERS\3)7\ MCE?
EJY9A\$:9++I,==S(Y'PD3K'2M"A@@20 "&"(Q#T)0KJH\4,LDV=U+#+-/|
M.37WI6G.*3!A"2TIHE);00*),+*!|")X:L_P5LB1M\|XXVM\$R.?KFR*\8O_M4F4+0S=
EC\XV0U_#D97CY6Y2;TG90854)GR9D_F\AI+X+QBTED0(4:?.Q<3 M>%&@ENBS#=
|/|@1J&A!)GV\Z;1TPYGKJ7\$'\+_3QOX*\$@HT%S"^GO"%IL8?&\$ M;/_
|P_*&HQ1X'PR!:9BXKC3"JE1_A_L5YY8@)CQGD&WM;|>IY\|*T&^WR-H;
MU\$X6;HPABUDCM*3**4\2S.,3_3EN'24T9L8LH\|GPVJ^MGT01\Y*R&ZH04&0+ M\$S=
DG.(-SAJZ8_R&EQ\|GWX:C\PHED135.F\|R^/%ZL@,YX8S0Y35NIQ6VE*,
M)*&6\JR*7&I6.|Q>4\|1VZ+0- YXEA=>'HP&6??"3F846TEO@+FF,##E+N'F+ MTK-
/44^<\$*723?|6U\|)\EB"?D_W*G-F!^,V0(W'N_9L1:92N@!;XJ8=&|I# M!>
(DDR0#_F;B\$B2->TVI6=N7V50OX-J^S(Y6;HXG)_|Z=NI\$"@&DTL2!*VV+
MF2:>)|R_-95!:L/U'CH)+9>EIX".X#U%.XM M+-ZYSK%<@?#HS MZ-M UM6P7|_
#T8\|/\$^Nzb4)#9!))>9\$OP:|%)HCA;W+*KS6MK5YA<)*.W&GA+D.VFM0:_O3-T"B;V/X
MX0=I4;&KE%6?UT28=^R8MX.Y\|D%%1'W89*HF.764N(3RX26:%D74T;52;5
M^M*U1\|)M^-|)"3@-T&ZFQTDWBDM445S\$""R2Z'))B4L*59&".5B (P.A=M+
MR93EX01\|KXG8M4R?P_,>NP=?+DK"T.3D=P:081!|?U*B\|TD,)S1
MVFF\$*T19BT'NO7A/->S='&W*|>|E4I1FP20QA?T27"2>@2. GD*0-G(:Y"Y%2Q>O6X+
|<@6432W= %>^/'@3=/=6?G\|_*\$;C\|L_RM-6_P/_9/KK,@-0 M\|H(C,9='T
(GF/1KZ6+W3K\|VALZ3=2B/4,A->L\MEI M+H;E7%^"7&3 ,EV9:Z9SZ59GHQEW-
SJLKY=O2UW?&5PK3THJL.J^K8O8'%
MJU2NFY32=:C"Z.C/4H\Y9C#Y7E0\|S<5REPX\TA^-Z;4^Y B\$>M4(C2HD+BE
M.8;:_O:K0K7T J_.H>KBT\$Y=V(?+|Z5@U')J?,G/D:7C2R(ARDO\$L\$ZDH*2N M?
N\|T\|E>>Q/3\XR6\|RCK+X=#IZF#G.+EEBE\|JA2>8:-^6< M_|'4:!(2RU9'H+
(Z:|5K:7TIWVXXY50Z?LF\|5\$IF3+OZ\|_# ?EZFEQE/;874C6H%,H(K\$V\|"(C M..
(|PY%L>;",HV_HUWMZLLWHZQ'P79R1OPT";5%L5F0=LK\93@|BA"\$J5;_|
M'\J:"9S\OVX&X_EDQ+_|8\$YQ-&%@:%2::3FY\9X\$B(JH4)*"-1AOUJO\$64.:
M\|2CX+H\|1^T&H@1CBMY&?K\|Z09NI)C=EMBV2+2X-1KF,L4 <=8Q(9PVZID82
M)7(47J;>>TV\|B\|+M\|GWM4A>T4(6FVI@4A>6,RALB\|;|R\|Y*OE(*2#B_/I@.8W#7H
MH,\$FXYTB5H_FDDGDH"|&(YZ\|Q&XEK4/\$-<6;N?"-O\$|D\LAAM0KACSL)M\|
M/*\CAD\55H\|0DMT2,M?3B5IH2'B%IZ\$ IJU^1Z1:2>:_|M

MBPK/&SQ7PZ4!FI7:B\$,MDAX-%HPX20EADN%G@::RY6L-
65H=C1';W7M@LIY6&+1(L5D2I(PPSW:),L.O:(MM^A_9F13\$Y1R\$VIGKJ!0I:%=;CN07Z/-
%A;O^S#UJVYX@R",?YT#FG%^!S#N MKL;^^JYNHG=>XR(*QG.
<5U27NHF4T,1BBI*!T\$^VM14'I:^^-U!@!ML&RVY=A
M^V;)Q=B/H.9%E=C@%DBZ^UVF!;!E)Y_(\$&\$A&(BSD04,!=%C!2-?FQ>HQ^M-
Z'JS*ADS)X+S)PC C/9SR.,_C0S993%[E#(2/)'=462HO!(!;-CHJ2Y5C
M5JH9/1*H9FE@>;;Y07Z6.S?LFS4+NWT:3'Q '>0!L9N4"\$HH(0FEF95G M@I24-
%1'"2Z*.1B-;GL-XJP2H+|R515 |6L!N!&;E*HL*HM57P!0P^N2G+^FG^ULW#CBS?
*!5I3XGXJ!RQ9H6@O.JY0#>.01=X|!^B|#^V8O MIBJG!JX|W-XR!K?
2)IT3"3F&2TX@LR.SI24(>I\$A9\$O ",=|8EKP?XM\$0I<=
ME!PX(ESFY9(M%:1%DF@>2>M!8':M+A/_WHF\$F!|IET3"3=|J;8-?DKU4QDPH
M&J'%7Y8L.6(MC20J2#J'"_#T@NH_B81;46'#1,)-<&F 9JNSF71&&T\$6)# M MB32.\$
ME***!(CR.4&@WN/,^T\BX>;0;YI(N D.#?|J>7Y3#(;ZS")A1@<,>\$PFSD\$F
M*LLLHHY4NMIEWH|Y(F&U/6\K#%HDTFUSA20RQ>-|78Z_FNU\$MP89<'O JG%=&\$85
M_843"3?"?75(YFD@| MW%,TOQU"K,%NHO+ MKH4<#3%I5Z#7(-%&5M^:.3}|@/.C2.?
HJTSWLBO-,ILN0DA'"=\$FH6E\$RL1F MQW%^ 5 PD7.VUT5I(4=#KM0^>:-
U9LH|/M46X>+?)(H4LC6MX|>> JV1H**F,H>J6' 7HNO|V|,8AS?^.&|TF'1DUWF
M'+BS0:.)7-&KN)8Q6**LLR6A,E)6NRKN>I(UE |S!OOEI ML>G=*YH_DF#7-
>,\$_L"%K|L9E2XHW|;="|9Y|=AI^/#68+|>CAWQB,X@#A MGI^*!!U!8VN'<6H%1=
(3WSVE#BG+2Z2/'>H'9#M)'_D=L.W'FZZ+P=;#T_ M9SPKJLPK*64CC66*F%S23S4UQ
IF">.)*B-X4.OU!'SE!>/= @/URY0T!IG:U
M=@L4N>^82BGHDIE<#BR|*)U8RU&^81\$2ZF)AK2>+ZY"D|I>M6X+U%.XM+-
@7R1X/V#/HVD'4U M|-"HULM*1,GLB7<#HS\$5#L@XY6L|=;J8U@'X;#|'=|6 WH^
M#42WR_I OSS,CHU6)8|SFN<58BWN)W/6.:&>%-4&HI&M'N*MDZ?=D|^U|AJK8 M-
JQVWH1/KJLT3("BB9:E\$8B. 6E++W95(P<:B<#KI:F7|^T#MIK4&@+T_>=
MI'_Z_0|CV5\$BCKMX436_R?S1_&VQ\$93TDYCO"=+KRW)T6)".^)|4M9XP8)| MLG.M2-
=99|3VN+(-K-T^;=S RC/3Z:0;Q;D2#|2ZW?-|"LDD2I20I=>Q||1Z
M5=*=@0@"9J':H MW3:S+UN|M59M9>@&B 6-LZ!5_NLE*X%@F48"2 3T0F@P&"
M0FN:2",':6BM7>^G87N|WJT/T?L;=%N@-Y?8#(!/TO:XPTNIH=L9Y!605N M?
RJ/5"Z!E|Q-Q0ECVF"L(S3QI2&Y^GC%02Y6E|TOK8 M-<#(U|J>@;3P7AFR-,P'%S-
+UDB3+O%:"MRL2FFJ-S8A.Z)-+8X!V/NO86
MOE*8|OFIUN%='81:+7\$QOPR|+_)0NA=VHV+:+C^>;R4-=><;W4T'JGCANY..
M^|D/5I\$9C"P ^M\$ M|DYP0E/&@ "OZ0"PUC@C!J7 *Z=DNR9T+T&Q16),ANYFV
'>'!^_1F5W|S |W1 MXJG|X:&??AT|XX'N5N?
#T_|ZOGP:XYTEYF#2)TJ!9Z:4====:JYLJXNO;VX37G%F_#F61+U&T'6P-|W
M6(V_0|)\$"%;H40| 9)FT,&):6P\$.|J+.D M"9V-MR3?\$AF;0VRE2"J-Y4S67N3Z
M1|O;2MN48|@):!Y(JP#8 ULS6MI^O\$&3G!J7_P!PY_PM1M-OT|N4NU096,AFSIR?
C/V;0S/.^/?I^YF?&D4SB,K* \$C Y\$T M:%+2E@>3"O\KHZ>|;
<.W;09;A*\$G|FT,3M|/'-95|B#C@'<:;@_"&ZZ(9Z7|
MM2|=I6CF!+0/P6J*7L83^JUX4|!#5|&LQ2S?;K#>R_#M:V"YQ7H0|@E'M8G=)/MME!:'F9
MRT^7D)1+J1QE@LI\$&N&(E5\$2JHJ2%EW6)-|4@ULEZ%KTL^>=?E5@VK40V!6>
MKC|NKP^Y8AB1*TNLLAB1&Y)""Z7(E!0A68:\$=KK#<=FM|GN'="JAJE;O:X M/WZ|?
CBZ|)Q?G!R'QT?G.UQ&K/'5*C<-FTI?Z1KAL+N^
M'LR*ZDT.1NFPFV7UPR@.8%+NM8;=Y&8;H13/%&#SKKSRI>VZ4""C4@|'"H8:
M17V\$VI'41@+NY-VO-=+|(9@!KF2BG(B\$<;*4T9%0+A05#0(LE8&;|H^K#|F
MO_<&^Z/)(S=_3Q"TX-MWD|DC?3|L.O'E+O\$TW_VK|E;_9 E6LA&8KQ\$S43& M51GW=;
(2B,1H>T'J>8XN-#JMN>8P3B&@B9*>.(J M4'0J9%8D)AVE"!|=K.
|@KQ:GYT02/3'@1:)M#T??IV+?QG!^,YA^|?^ZOXM
M/J|W@F=3NB!B)*)|*E\$Q(UZ8:%7\$#F\$M7;(95|OB1X|X;5-&+O+.@FT^<;
MR""SMMX1X*#0'C:0 -J5,O/):"Y";<>#99|ON=+Z|WP8&LE,4K.; O+9K,6'Y|WN^/
X"%2H8LF|N MK.6R?;E|FXT*^>Y TD0"LTQ9+#.)!EZMQ|4/*:W%DLW"l64;>PJ?=-PA|
M|^ODIDR)TWQ^\$R: #-/#C7T>H72D)=,EULJ!3:8M3.C:Y(-%G,>,,A7\$\$. _CH>Y=(E-
)2A8B.20#B1,"9QWCVIG9#HLTD;'W1VHU,X!>YQ<^R5S1|2|WYX@ZL^
M6LOXORY5AY6S|S;%9V^|HGCZAR/XKC< M 7V\$^;^/1W= >%=|Q>: ^ M<^>\$G*
L^5>!9S 0@A-(#;1,T(OJA(60>A0;W MM-K(JCR6'27D)U703??=-
P6K|DUPY7N|;TG)Q^_3HX^'5|H^W)P4J7M MS3J?K7*SM|!|:|V?L!H,|A8L?;
L;5FM)3NN+M7!GKIWP1|CE|?(&.\$OH5=|8-YNV@HK)70S/M\$4HHH
MBZQJ=TAB6;*0+!@10J5;:&1@+W?!.Z%5<|*|>P-LP8,EX).BE@%22A+|NI91.(_W75_?

SO MQ1?G-%G\<^0^'Z9<2NB'4[F:~^A>+9%KXL? Z2*:YD)MDF6A[B8OB<(1-+MP45).
<^R\CN'M03KH\Y\1RA^BCU?0CV7*/*&XZCZO_#IA? Y+#[I"2C5I0"E MI7/E/C-
1%H9B=,Q\$-0'/\$;GE/(G#M&*XZ[UQ^QY4;J/=K=_TS>YF)73N?.\$@
MW!3H)A\^+10<7V\J'Z7=3V1\H\ MHM0D_8\^_%Q"FE>K>A6KT?
J+EH/2C*4KP\$HRDG28C2NC;.\$FC2A+L8#4F#N'O'MI4G/DN.TN\K,1?
ATFTYDV+CJ)FPHG&DJCX6 I"5Y'DA-S,5C%@U)\9JA#B?IU'_NC MV:-H-,FQ@^MN!/W\
(R.I_FS'XPF)14!)I=6<.,LN@_*:4YDL@*GCP?AD0J: ME-'.UWZ5MH%X_?J_;&O#E[ME
)8MC-M.?3D)FDJ;3"UZYVN*UN_E<3ZXV(%I%IM?%O=G1P_M09\XO3@_SPX!Q=+O
M5(D47I>P4@AP*^;DFMV\J1;6Z^I-8255\X2HB7(J\$H#U**;&AX^JQGYWGX
M6()=5YS#H9\,3O-%R:N\&?ZGW;QG_.3\PPN68-+9MF\2\",X3H7DF2@W\$#2
M@L?;JIT4IE\'?@?,GRX;=OX@_M6\$.GK2F7+,H2R9D@5F"185RPUC&7M5\KW0_.\X P^
_J65Z6H.=0KPZ\775; M-1F8VQ>"F3-
6KOUYHJ7X3DI\$QRA(2H%+#8EIN5:*Q%:~!L6Y\AI>2>>RLLL*;3VDD7ZFFNRR8"M
ML64;.+L\VE-IGSU0Q\UOM-G)R\$4IX(P<.B:\X0;N9:05#(T\$O\D*IO>&\DU
M!NOG?.BM;.:J?1LX#IH\;;K OSQ;?14S4@E#279)\$RE+YYRH @\$046H)BJO: M\$?8C
7H^4*SJR.QNX0;H,6A!\^1Z>G3&.;Z7+G"S)U\$??MW_G46)U)G&\VJ/ MTNRDP%_?5D<!
IS\AT"VE\$@&C+@0,W\$^R^2IH<;7OG7>AQ\I>MT\T.I9@^.> M,6Z YV>
<>Z@W*_90UOH\%TEFU&7^YR2YQ.&!!QAW&1
MPS"IE!\S0:&YHA.!6JE4\;=":XC5\XW;7K;OVFCT?2A1)'_FPMZ5_"C3=G)P M,_W>C0?
"^FB^# WTV7TG&C*09#2MJB\J\$=#:H,PD@IP8-=KZG+:Z<6NPC9 MPK%I1;IT?
6#7P(\R'8+W2(:M^0*&V^4\4\$139W'&"MK8K7/1';\$OZ^JHC
M\05Q^@U:JD6XVC@TL;7>JG#XU(WOIT:I'E\W8UF&EXZB\$E0#-V\=Z6(@DK\$
MJAR)%5I1QH*CHG8(-+I4_6ZL^Z98950:6+R6K\1W':O77;*C<%JB>TJ7KA_S\8/KI
M>S=,J#'^QO*(\)):EXS+AFCGR\.*X(D%(0CU\$+B+,F=1^X7Y-G+VXIM\WS= M-W(-
L/,@_<-9+KH/SR<):AUZZKJLQ>>LDA2+A.Q!\\$I2+BY&.X\IQ8_73N0
M=@=Q^VWNMF^NOA6.K;YV.3FZ.#XY//UZ\,7T_/S;T=GYWPI.CN\??QSZ8:P9
MSD:9=/GHVRY=;K8=JDKN6A4\;Z6W^7'9MR??8,ZLNZ2G9!GS/EA< UFY*#26
MV,P8X6"8C5I(I6O7L5@ERZ\KXPE;CT=H?2BIP@<_T9;E9.RB>^!DE_F%Y,9Y M-
8AW)D!\Q;0<79/D#9'.>(T3BRIC/9<;XU3K;()MA2UYW.?&AQZNAB^!6@-M\I-
V/U+R467.TER"*EZJ)N30HRUZ2+*)A3_2-CO\$^&=L@45M(R4O@7M4"S()
(N.DE2R5!\@^!:.5=*.5\ M@JHZKB1@/TNBF\ F%THNA%Z\2Z9'P?#FW*_E3'^Y#L?
K<1C&FJH+0.341R MEXF-PA+/01KOP*3JQSH\BMSS"?J;+:-\ K&!!756#
/LHX(<+9VA^OCJ=%\!8 MNTGATX>I*5<;F:S*?/4V5D/"Q?
1VDJ1Z,H%N@8;>U@9G>I&UQZ\T6RKE?\$ M&^#XBFUGE;TO*=5@A0\D@.@JX\!;FP>=
(HH)>XH\H\MJQTH8B\GP3\(:N:Q60 MJCV&W;:YTL-0\G5K#\$I9:6)BL(1:7TBP5D)I\N\$.
MO%F(TF-KK;=CSC9FK\2=M\TF.OA-!ZDH._@)YQ!OQK/V=4=_QN%-@E3L7RX.
M;^9R\,1*;2LQWN)Z;7?H\OJS5,MD8Z6)"42!TY<4 J89Q!")"L3;4/Q/9U M\79?
N_EELW\Z;/:3_%2@>3(I@'V5;.,U4FLB,Q@2C_R\$2\=R3%X&4=OGKZM!
MHQ=UFS!N=>.:X>X9\PIYT_%K^@=G#MAP,QNF2\$V\;E LBW*(2XD1TIO2
M<=08J,SV/:K32C>=MV?ITS2?1BC3\,QY\#2N=(%'DD:28FGKETHYR\+EE'(J
MDN.>.EZ\+>UK,07\I+45\JQ%ZBV1;("9+I^K#\$ES2;.,CVI3"&)HQ#\$R4P1-E
M.V^X34\395HV_"BV+08;/7#=#!(@&6+7C\UREV8JT'26EWXW.#.)C(#Q+/.& MB
A;S0)V+=9%S>7O95F,N_=#\B.#.]_A QX%<7:~^"LC(
MTL+ZNS'_\3FKP6GOY=F.P'W1:77O.CSY_3JY.#CY^/GH\//9P;>_'1\>GWPZ/?MZ
M<%'@\>E*CY?RF0U19M7;2J*2=@Y7)0?
G#Z4!&=TY0JVI7;U@ER\XO%Q:Y'XML;I:# #2Y1-<@J!0HL2JADDXJ\$@35-M)"
<5T\$IV3D"L_8IAE3\GSK6X,&S)PM5#/I.EZ7\>\R+D05S\CIA=-/AUVUSX7 MV\?
R=G\0\2\$XU'NQM"Y>A(UHDOYW=@^B'LR-[H;/T3*;/&DJ3P^PX M"1AZ\$Q.I
B9=,'&M4Y!7BY*M\$*"52\T\IP=[5QJ!O(LTM\5"%Q1\$!,ZB%@4@;
M9:HDBV=BO<_\$.5#1HX+):5:G)OTJ'DNLUP&VJVWE'JD2RP;^~?E;^>7/C#N MC#8DY;
(TAX"1+OJNQ\$>(ADKK&STVFD"\^NNI_O?CBG\J+^Z9<3\>CS2H M
UJWDP5\7AZ;L;=#UA M:~9717\G6_.;@8/)P"^DYM RDF)PC(3)-9+3EVM8 >J=QF2-JP"
^Y\I.>A MXG\PW*.?;?1*-?MI_GOW7B8;FM(IV0#" \$Z\+ #<I+EEB&2@2E8@Y
M%>-0BS8MU\A\I?J;UH)7 ML;B=TVM9I,?-X1%\W>IPL:M<%IJB490*C/^<#1)XWHP/?
ED+_'>UJO?^VTO%(V@6\,J+4R\I2&Z MR7#1W8D\J\%4;.:HOUU<#3\3\UK-0LGGN"
<2WT;*H-0+;2@-?@I2S2+Q M8!>@GGRJWZ#L99MWKQF@I ZDT'-\+-5F\$5MB\6H
#9RK/FXQ M7?-T@!8>^G47/DVYJ_=3'KEED6F >\$?7/X;=+X#9\$^O3 M'T6W5Y?
RK9X8K1SG+J?5>1637C5U W28R7;P X>/@YDISDK5S\GYP=GY7FCQ

M^GCJWN^^(3W6-GW??M^R31<=H:)A_2#JL/KT,#MSE7UUK::?^HO622%B
I^G,3:YGG%:3<(!&L_N"/:7@//I ZE?2,5X2ND'IS:K'I">-?
MI_G96,(L!7OUQI@ARFI^,KM,+L?SB_J8&_GBIO@W"ROF26GA?9D@"]>\$E5
MIH"=#^F7?:\WO%ZT>[>6\$?ZMKT_VXIVL" I_+DI^@\$NAJ@//Y2 M?Q>-
+IFZ>T7QAQ85P\$!>#T:STOSXF14VF&/-W#1'?U9IOH!12QO9N/,M=YUL=UDG-
XNNRLAO(X1&X3)IT\$W M7%0>_UMW#8?S2CY?_!_IP/4%P?JL.*_)@'7LV2-4._W?CA(
B0OH+^<'M&\$>3'=.EMAJ/PZNF0285V[MD4)7,:&?K00^/CZ1RES@_J\$P7
P_57'=_IMN MQ/YR RJ18C/+MA.!U73Q7OAL?PD\$%8*P-GV)0)6CJ.??
G8M\$)LZZWK=1@W=M"G0PP;CP#/YU,QC?K2MU%N4-AED+Y*.:OC:W8:M90-
I^|BL#Z/&7JV3_O"!L MAZW/WD=XN7#=#X>&.*?IHWQ=" M?T*
<=>DZQ&7BJAO_VCEU9/D7^X/IJ:V!-97O^R!Y.'PJW@_J)9&L_G!_V5>H?
L&706<[K_29T)Z|:N7E" _R0?%.FD"AQ/OI7?6^@-05EAA/_D M*K|E3O.?
_,3_Y"=NADWZGXMN%H_O.CT>?ZFW-*J79L=29?L&8#B|\$ZO.U'CZ MN?
ZV|:7FIM;106|0KJZFLU=+HGH=X^3|_SF^GI^;C69CB|"%_W/O@O#,-
MC&M@MO%H?7IJQ#K*IBO =B+S*CBY/QG)Q,*Z&|I*]>G9K@OB2,?H.?FKG
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M:MGW^JNPO-:R|X()6@%GS^|O/N/T=X|W_DS+T'PW/L@CQ4K+BROTH,Y^C*?I
MN0JU9^AZP_7W2'_#S#>V8,_O_V+|J?2KF+TWRGQ.?QJ A^'^.<_C\$N=^EIM='4P2K^
?DZFI0(!MAZTC:F_&Y=/6/WS)427AV/%O(_E?2I/NAL_&-<8S_?M?
M0V0%HVMV,*SN7NFR^H^HX-7'Z5*^HO|XOW>TKT"3S4?KS2FL0X^MS=O.*G(P-M.9#
I_3VZ;S_MTD7F\$D7|/NA=2%LG5_KYU_K+MM@M_*U9R>'W3D,(4XA+3BT|XN3Y5_L|_Y_
M_|Q>M\$O?Z64H2KK+Q3K->1#QNY|&=>::ZU_O;PG<#LNU|=7WF@DP_CSN;GX<
M3R8W%1%|Z;N|^;|:KJ.OVZCO%?5|J=V?|@2MA>)+W^W-X|QV=7W=1KW/Q>ZB
MF_IAC>=[3|_56Y64K>?<4EOTC|!!G-|XX?#7-S|(E8!:_JLG>ZJ%LC|<+END|
MIZL.39>;WR6P3_MF35_^|X-TE:++Y2\$3^DD6)>)6MQL5)"E^|O/"
M_2DO?/E:0ZZ!;V*#1.1B8'GI(5_MM%;>L=//"@B2BY,!Y:.%ND*M65"9\$2\$)
M9L,#Z<7),/*0PL'B1|G5|!(O)!GE|= &_DB)(.E3QA@/3@Y,&T!L\CS3M: MCK|YJF.-@G#-
-5@ (K(&\$EW) 6#<_90P;U3L&Y M:|%G25M09-
IXV::JPNATZ23++++\$SIURN&YB!5H*N4%",I77J>;0K0K|K0H|_M6!M5)N7/OU2HZ4'85#'?
U|2/QA|&-?F6)R@+0KM)S4,C'\$Q[%L|XOE6S_)>J MYG.?UCM/459Q:C+O&BDA^Y-
L734VUZ(HK)>F..BW/\$993A;&OWNLI#_(MUO
MY^_OO>J/W(E':RT=YR2P/TM6)Z#5"/.FD:/VLT0=;9(I:YX7B-TJEI@X-@Y M'EBRN-
7O)3%,#/FKHND5QM6|322RN;-W)=XR?"Z2+&09|:TH,@BW\$.1&@00
MJ_+ID*6CN^6GD7FM7>7|,EU|S<0F2AX7)EF5DWXZ!2BAW|^|AF8>6+*R)OUD M"Q/#
(@#6_3*G(\$6)\$00;<&0E388\$0AL1C(+A0N|4B1L++R#)BID,#X5=0GA%
M0B3!W*AD=4RBXB_V4XO#'HGE4",A&U\$NM(E0Z*A@P\66GWYO9<:4ZH6(%UA
MDB%*V=E@=(3L*|C"!*=H>C*C_P1|T "UE^L,E!RU*FQ62SF;P*F44?
=)L^>H^4"-9JZ0#^0>!GH^T&53G=|(0F*0_M'3|JU_P(OH)\$QGKW#J,SR1WRZM;<:@?
R19X-8>OGM|P|=A7'|X>WPL3^C|39_MPI_U(_KQ"_.Q%\$7Z^=U?4\$L#!!0(-%"
1EHA|8>DEP<"_1/4/*C|1.ZZ+=ULV|!9I\$XLQPR#D\ M,R0USEVA+L>YX.GE#^,?
6RWV6B=U(4K'\$B.X\$RFFK2PG|,14V#O6:C52U|J:_M&SG)'>MU>@/VIS9W|X?
^T|&L4|GE^-43IE,7QW(N#?L M#,_^2;O^LTSOI#(:G)_U3GITD?3%,XD%_ ^%?W
*H0#SK6S95X=5#(LI4+ZG|T MTFN?#2IW,9.IRT?=3N>G
R|Z_|_#FRO+0M*XS,@J'5_PCX M!/?XZQQ&7:4+,5B"-T>.7USG|M8.M;OMKL//5X?..#<3C-
WI:C2\$U377\$|RU M,/ ^Z|V=;?;^>?O^|LWM|=7|V|I^??I7 &72J?D| "'232(=!K(0Z/\$F%
M8;-<)CFS-?U8Z<^\$8T1&D AK4*RHKPWDR|' &TE\$N|@V:W@FDXQS"G44A:/ MUZ?
A^8"P_V 4+!,E@@S(685U@@(A#B:S5J|+ #-0"7<2=F29J#J%34!G+881 M8">)?
BI\$GD!+8%9JAF87 M.#5B(JTS'!UQ>AG\AI?1&MSLPID;-Y|XD|V#G'O'X3GY8OS7O?
LPC:8:FH\$ MH@F=91*/(<*WC!OA,8*8RU@)BB43 &:LI,U)GL0*
<"3Q)#VGTB9*VQIZQ)Y&_MJV"J.CH1*5Y;=@ALI
)@"P"XN4JR7DX\$NP(OO:T5)+I|WNL.#L615^T.TO 4 M'B65AV4 *=EGQ%YKV
U8(E|V|BA|T%&CFBAY!<+*/I*:1371L8 \$-I?6|M!RE1>CM4.18|
(7JY5,_4;4UK&5J>1&T@!D MR/H^#Y1DJ;:4B?W*M#YM>Y:45L
A:\$&14H6Z4B:UXD3N&)9W8I71H1J@_6R M!G_%@@@3!O|_7Z6?Q|7XA.=XC)/=-I&|,VEM
_TWNML9UU@+4YD27+G5)2=> MYQ90I_*2,,Q_NL
3\$"YY+)5T6AYU\$5%L8#T;7RU*>/^V9_56TJ MH-KZHB1)M\$F|_IY0G8@2M88"N-
\$B*EHU)((B/_8JTM68/!G!:%DCR A"#,!?SS@J(G ;ITCT#7|&:(YR8N:!/>%""^92OX
M/H\$M*:OK)*D-17|MA6ZQ6FCK)Y.)F'+)C#4G.RPPR=4,L 8//9(NG\$<.R?A

MSP_H:*&LEWX=!:JR:I?U!C&@A/U(?6KP\I'0HPI>2=47QF^KJQ2(4?I
<2[OL%5Y>)/W0X^O_.MZU\,IE<*E1HJ1PFPT7:7-LZ)%
!D["7.Z"9X">4@4/EYG.PKSG\I>?BB.B3 M(-=L5L)APQ9RXRD4K5ARVY/P;"I5J!C*"BC4
98U "V+H 03)(?3)-3MAZF M/;4OW\;HRMD\LR .B(\$7GBZ
W3\>76#L2@D0EE.M9H*RH8EGS3\J9A2%%4 M2L\%6F>Y#JS('R 8B/LBI4)
IQTO,;Q3@UY@SSXSLC8@-"HWYRQ?=T\I%:12N MM#>|_)N#G?R.OBTRTSZW#AV?
EO:M,98RL*TX*KBE16CQ1\72(.5XO.1+'V/
M7NGBX>JD*_4D)5/48!T1\U3T)KU_*T_K=F\$9=?
7W(=P*83K"" <_%\Y+A'W9J6D02/B\$+/-G M>6PQT.JFWK\,7'TWT_&
f0=U""3IBU\D4&;NY%TE-!PSLMU!S^UKA.N<2I4'Y MOSY=A\^'8S?
DOHV).MJTF@.W83IS&3AH@VZ9 \L-^M,7NXP4MC6PBE* @F*30>7W_/D/)'
M8KMUT7;K\BW0)!*P^',X9DAJO6ORW\WF^*U2;J<"B\22\}3 M*BjGBI'X,R5W)YK-
6NJ5*6=6C<9>=-O=GOC3V#LUD;-'=*Z_I;J\G\C@^7QZ'
M02Z')IU=7:9J(E3Z\D!EG5\6\R;GO9\VV;GLG?:S=G;:
H1\CSMGI_W_M(QS\,SS2\,A5T1P3CS\X\;9>|S\,56I'P\Z\?9_#H+HU65F"H_Q+/K'
M/Z:-66>[GU3:C4J\F%*!F'KO#DOVMC\LW;X=|MS4SF2L\&/U7.3GQ"TW%
M6Y/+XJ>&DX5K.K(JBX).4VP">:%QVEM,O1H5=|!"ITN&WUS/U9#Y<5)H5I
M:/"JQ*4=8>|>E(.^M*Z8GL#79+^Z\2\VV0\JYNW\VS>WKZI?W_ \ZR\N/63\T
MWIL\3.#A?+Z1YV\;XK\D" %S)1LB(>M5-A-^+/WS9\WSBT^832G3%(NEJ2F# M\O-
Y@%21(CB#)K_Y1E/LM;:3^.=?'^26=JO';K@58SDA86FB;J;\6/EQ%^5
MM\$"QGN%|::P7IA\OC,U%I\W\79@,!OEWB;F\>#=\$GG+7\$+=%TD*<^D\C3MV\I
MB\|/TB\$ZB\$,^\$W>%F6I*1\2(X;J#E\J84\BD#(P@52%D,1-5X6U^F &22,@G
MB)X4.9ZLDEID,L\$K*TP.RO,FRJT)%>20<|+.6"27=X1Q5W0ZO\$MA#(,4(1EA
M#!9(E\$7R@5B\!K D)2NF8Y6,A:OXQ\+_E"S52G@ "N7(68H3WE3Y,2;H2DJ"
M@:RWA&DFQ30GZ):*X6S5#4\A"??#PA)9*I F\DQR\ V@\$"(H\FNM*LB Y5(
MKZ!\%8FN4N@\$=%9BV #L%-/B<@S;:G,6B\160"/1H:P\$|5*VZP1*4A "-@:
MX"4,YX\B71CD6DS=7.<6AHYZW\$0))?1KMA96,%;FYNS)JU3P=QIWN'N/Q7)P
M)/,D/Z?*)=JX"OV8;W1455I34(I7CMQ"&RD!+!%-S<)>V-9C\$A<@YC>5AH2
MG1/9\0.Z2AT\?32^!0?%=>%100IZQ?,7B08C5AB6W8>*LP4(!>)Z/\$0T) M30&?
542=G.T12@_ET;|I*S5\H ?7I-#\8\XA<3V<3 U,,86G3.9Z <"6'2BL_XR2_:5A>70%Z 55Q
M83P072E/0_JXKR=45K8\$JETH2I+\$V#08\$ K5\$16H-33 C18J>=6P"(KP"&"I
M+E6"P9\0A).J@G DXYN)U%5@+(XO91DJ135!9-R&BF\14NS
P/%Q(Z.OOXYD<,YQ5Z6(04/0%| N\X@*RI8L'#.F\U726#(5\$^DQ5C\A IDK9I=
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#0H\J8W=;,R3EI38S0NMT;"(KR@<(!N*^2*G0VO'V\AL%^#5\%IA1O*&A
M1:\$Q>_ZL<|:~.&O\$N^PUZ\^PF?V=K(PV\|>+D)LO?=B6UJU#++&6R39BJ9>EH M,/_C
FFPU'(V4\$48,72Z>+@Z^2Y\PLD4=5A\|M1R69FRNK\G/^JUN_YQOVKW%
M_W0^<'T)WPJ7\,<^76_KOFB=M\|M;F\NMSM;V#ZF%0?UHT\$?5'@>3H\EPC"ME M\?
+@Y&#>H5Z!@|8(-+_0\P'1;GG/PJNW\;Q^~\LQ>O"?1WT\XND4BSC\7%QV
M+| #U9=U2HX^Q"5D1SO'?\$(;?D\^~LI^~)U?XY^~&?5/I?+X\KM#CH.&6LM-V_X
MRFLE5S\Z4*PT+ES5#N)MQ(36/AU;\$EG(B.UE%SD\$FU5^>Y=M'V1M_0ZM_AF_
MBCL.7^/I'U\+ P04 " !0@\$9;J@TE#3X% #T% %P &YT8W0M97@S M,C%?,C R-
#\$R,S\$N:'1MY5AM;JLV\$/Z^7W%SL#0!)\$>27^JW\O JS\$/!%FV*WQ2<978N!
<:E2L6W(L,ZD&X'I&UJ*GY"<9YO! MFP7/F89+MH9KF1/QQM-\$:%\SQ9-JH>:~
f0)S7.OZ\HDE)-QP;8NA)\$U>Gj;
MAB4WT(J:X4.+>QTG;H6^&UD,^BAUQ_088\W4"JD^F5XO+LXO)N/%Q>P2KCY<
MSS^,+Q>PF#W'DKJ,KQ;&=%\C/GP3J^!|%\Y\1UXR_W^O:++#>QSME1X M+-
A4&*;K5?"&:%RG7-5;'VJDF;QRIT6IQEAVT\JP<4!-3KE,|B\$-4(98COZ-,XG\7LM
^4L+,&*IS\$:XFZ\IE\;C4E>%01L:7@ "ISY M5HL\&NT_7015TCM4-7 90T5/HF:NYI?
#N\$\$JRODB4.L-/M9JEU-|+WGJW^K M6\<3=JOY!U\+ P04 " !0@\$9:\$DH(Z\$P% "%@ %P
&YT8W0M97@S M,C)?,C R-#\$R,S\$N:'1M\5AM;JLV\$/Z^7W%SL#0!;\$>27^*W\G
=!\LPQ&GL MKMNG@1*IB*A\$JB05Q_OU.U*RXR1UEPU;TVP+
D/2\8YWSQV/#SE*3):>C!)& MZ,DWHV\;#3B549\$Q82!2C\A&H=!\<7,-
fRO0':#2J41.9KQ2_3@P\$7M"!JUH
MX#>DE!MN4G;RMC,Z*M\1VZ242CIZF1\$^0UP^KK&>Z358X2%08\>MSO=L,="'
MK\ORV7'G. O:D?>K7T-5'%J\;+*V>M:QD4C87;^03MH'G=R,UQR:I*!\WG?
MU=S0DU\$LA<'Y%.J7CZ691\8,NS4-DO)K,7 AU4K5M3B2J52#/\<_J#:VD\$9.,

MIZO!JP7/F(8+MH0KF1'QJJZ)T W-%(+@9K QM G=, ^|+BN7T4[*!5N'X ?6 MZ>EMPD-
NH!4T@ _L>;P=.U#7&;F0^Z*/5+=_ :6%,9|#[^'1VN9B> MON1DK%/0|
[HP.X/%]U.8CZ_>C"^F|;LYQ^GO\!XLK"2P//^<,F\$TAB9N57S MJ47\$!<50!T';=9-
G"OA<0"2%8)'A4L"2FP1,PN!M011F(5W!%XRW\$4CG; M.7HJ*3!;!9<_91'+0J;V|_RN-
VSY==O>VT TQ#S%O6#CTIQ%A>*8^Q\$4)C> M1@D1UPSWA2SC6EOW|=^.I+B)0,
(40Z>WO2M#63N'[M?A!T8\$O"E('28)9S&<
M<4%\$Q\$D*LSCF\$5,V<&NBBJP.^,WP&!_R0NF"8,.;A*TU7")91N,6L@V%4)G;
MC6U;Y|Y(6V_53'.B0B*8;LON4|:"<>3_M_561SDO=;ML|X9,.U&V@@|"+A&L M:|: U^D-
_T1=YH3;+#12%ML*:78>%&?#|SU,;1|XA^M(OOST|Y|I-EMMB\," M8:;61%RDN#HB+
(O4EN2F3!7|6'#%+_1-CL/"N* X*IOX'<.Z.\$FXW>5O:GJ M*NU^O|7&G/:'MN;_+7D-
OL|N&+#3<>&CPO|+&NC9K^|4^PU_9VRSYKM;-M>
M|TEFCYS+I=L(C\$:@7|)=;M;5"51N#(+|%_SXKL>7R"!N9?_DEY\$X;^WOMXZ%V
MOYLM;%,O%0B?B<^ST3T1DZJ>;+6A\$FB9<@KK"%\,8AP2"|&A^DM|C6&WS#X M"D-
7&(GXG9#<&UI!P7ZKV-V<*DX I(C(H^P.?P?G TXXPA/|!)84O^WH/D
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M^|@|KN\$I8YGP*%ND+"DR' LW|\$@I '*D.#2OW!"L|K&V@_M*PKD@JYE;OW M"UV
M#APL\$X8Z"G D>M>;R:0\Z5;-MH5MD4O2@(.C\$/>ZI"TO "TS|M3(2%N M|
(79K;+KHF;GK6?U6H|!'KF|W|!4\$L! A0#% @ 4(!&6O4?V#GTL0\$ M0:;!\$ (!
&YT8W0M,C R-#\$R,S\$N:'1M4\$L! A0# M% @ 4(!&6L,0P\$"%|\$@ _AD!\$ (!(|&YT8W0M
M,C R-#\$R,S\$N>'_D4\$L! A0#% @ 4(!&6KA|4BE;) WF4!;!4 M (!#L4! &YT8W0M,C R-
#\$R,S%?8V%L+GAM;%!+ 0(4 Q0 (M %" 1EIPDE ZNU0 \$J> P 5 " 9SI 0!N=&-T+3(P,C0Q
M,C,Q7V1E9BYX;6Q02P\$"% ,4 " !0@\$9:TU;Q4=HA 0!|_PH %0 M @ &*/@(:G1C="TR,#
(T,3(S,5|L86(N>&UL4\$L! A0#% @ M4(!&6E16;W4>I %7,'!4 (!EV # &YT8W0M,C R-
#\$R M,S%?<')E+GAM;%!+ 0(4 Q0 (%" 1EHA|8>DEP< '@\$! !N=&-
T+65X,S\$Q7S(P,C0Q,C,Q+FAT;5!+ 0(4 Q0 (M %" 1EHV+|D.G <)0G 7 " ;0,! !N=&-
T+65X,S\$R M7S(P,C0Q,C,Q+FAT;5!+ 0(4 Q0 (%" 1EKV#24-/@4 /04 7 M " 844! !N=&-
T+65X,S(Q7S(P,C0Q,C,Q+FAT;5!+ 0(4 Q0 M (%" 1EH22@CH3 4 (6 7 " ?@9! !N=&-
T+65X F,S(R7S(P,C0Q,C,Q+FAT;5!+!08 "@*)X" !Y'P0 ! end XML 100 ntct-
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ntct:JohnDowningMember 2024-10-01 2024-12-31 0001078075

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impacts of the ongoing war in Ukraine and the Middle East, global geopolitical tension, stock market volatility, industry-specific capital spending trends, exchange rate fluctuations, inflation, interest rates, and the risk of a recession, including the manner and extent to which they have impacted and could continue to impact its business, customers, employees, supply chain, and distribution network. The full extent of the impacts of these global and macroeconomic trends remain uncertain. It is possible that the measures taken by the governments of countries affected and the resulting economic impacts may materially and adversely affect the Company's future results of operations, cash flows and financial position as well as its customers.

The Company has the responsibility to evaluate whether conditions and/or events raise substantial doubt about its ability to meet its future financial obligations as they become due within one year after the date that the financial statements are issued. The macroeconomic environment remains challenging with constrained customer spending and the Company expects this to persist for the remainder of fiscal year 2025. The Company has taken and continues to take precautionary actions to manage costs and increase productivity across the organization. This includes managing discretionary spending and hiring activities, in addition to a voluntary separation program enacted and substantially completed in the first half of fiscal year 2025. Further, based on covenant levels, the Company had as of December 31, 2024 an incremental \$525 million available under the revolving credit facility.

The Company expects net cash provided by operations combined with cash, cash equivalents, marketable securities and investments and borrowing availability under the revolving credit facility to provide sufficient liquidity to fund current obligations, capital spending, debt service requirements and working capital requirements over at least the next twelve months.

Recent Accounting Pronouncements

In November 2024, the FASB issued ASU 2024-03, Income Statement - Reporting Comprehensive Income - Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). Additionally, in January 2025, the FASB issued ASU 2025-01 to clarify the effective date of ASU 2024-03. ASU 2024-03 provides guidance to expand disclosures related to the disaggregation of income statement expenses. The standard requires, in the notes to the financial statements, disclosure of specified information about certain costs and expenses which includes purchases of inventory, employee compensation, depreciation, and intangible asset amortization that are included on the face of the statement of income. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. ASU 2024-03 is effective for NetScout beginning with its fiscal year ending March 31, 2028. The Company is in the process of evaluating the impact that the adoption of ASU 2024-03 will have on its disclosures.

In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 is intended to enhance the transparency and decision usefulness of income tax disclosures. The amendments address investor requests for enhanced income tax information primarily through changes to the rate reconciliation and income taxes paid information. The amendments are effective retrospectively for fiscal years beginning after December 15, 2024. The amendments should be applied prospectively; however, retrospective application is also permitted. ASU 2023-09 is

Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%>effective for NetScout beginning April 1, 2025. Early adoption is permitted. The Company is in the process of evaluating the impact that the adoption ASU 2023-09 will have to the financial statements and related disclosures.</div><div style="margin-top:5pt;text-indent:24.75pt">In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which provides updates to qualitative and quantitative reportable segment disclosure requirements, including enhanced disclosures about significant segment expenses and increased interim disclosure requirements, among others. The amendments in ASU 2023-07 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, and the amendments should be applied retrospectively. The Company plans to adopt ASU 2023-07 beginning with its fiscal year ending March 31, 2025. The Company is in the process of evaluating the impact that the adoption ASU 2023-07 will have to the financial statements and related disclosures.</div> 525000000 <div style="margin-top:12pt">Recent Accounting Pronouncements</div><div style="margin-top:5pt;text-indent:24.75pt">In November 2024, the FASB issued ASU 2024-03, Income Statement-Reporting Comprehensive Income – Expense Disaggregation Disclosures (Subtopic 220-40): Disaggregation of Income Statement Expenses (ASU 2024-03). Additionally, in January 2025, the FASB issued ASU 2025-01 to clarify the effective date of ASU 2024-03. ASU 2024-03 provides guidance to expand disclosures related to the disaggregation of income statement expenses. The standard requires, in the notes to the financial statements, disclosure of specified information about certain costs and expenses which includes purchases of inventory, employee compensation, depreciation, and intangible asset amortization that are included on the face of the statement of income. ASU 2024-03 is effective for fiscal years beginning after December 15, 2026, and for interim periods within fiscal years beginning after December 15, 2027, with early adoption permitted. ASU 2024-03 is effective for NetScout beginning with its fiscal year ending March 31, 2028. The Company is in the process of evaluating the impact that the adoption of ASU 2024-03 will have on its disclosures.</div><div style="margin-top:5pt;text-indent:24.75pt">In December 2023, the FASB issued ASU 2023-09, Income Taxes (Topic 740): Improvements to Income Tax Disclosures. ASU 2023-09 is intended to enhance the transparency and decision usefulness of income tax disclosures. The amendments address investor requests for enhanced income tax information primarily through changes to the rate reconciliation and income taxes paid information. The amendments are effective retrospectively for fiscal years beginning after December 15, 2024. The amendments should be applied prospectively; however, retrospective application is also permitted. ASU 2023-09 is </div><div style="margin-top:5pt">effective for NetScout beginning April 1, 2025. Early adoption is permitted. The Company is in the process of evaluating the impact that the adoption ASU 2023-09 will have to the financial statements and related disclosures.</div><div style="margin-top:5pt;text-indent:24.75pt">In November 2023, the FASB issued ASU 2023-07, Segment Reporting (Topic 280): Improvements to Reportable Segment Disclosures, which provides updates to qualitative and quantitative reportable segment disclosure requirements, including enhanced disclosures about significant segment expenses and increased interim disclosure requirements, among others. The amendments in ASU 2023-07 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, and the amendments should be applied retrospectively. The Company plans to adopt ASU 2023-07 beginning with its fiscal year ending March 31, 2025. The Company is in the process of evaluating the impact that the adoption ASU 2023-07 will have to the financial statements and related disclosures.

REVENUE

Revenue Recognition Policy

The Company exercises judgment and uses estimates in connection with determining the amounts of product and service revenues to be recognized in each accounting period.

The Company derives revenues primarily from the sale of network management tools and cybersecurity solutions for service provider and enterprise customers, which include hardware, software, and service offerings. The Company's product sales consist of software only offerings and offerings which include hardware appliances with embedded software that are essential to providing customers the intended functionality of the solutions.

The Company accounts for revenue once a legally enforceable contract with a customer has been approved by the parties and the related promises to transfer products or services have been identified. A contract is defined by the Company as an arrangement with commercial substance identifying payment terms, each party's rights and obligations regarding the products or services to be transferred and the amount the Company deems probable of collection. Customer contracts may include promises to transfer multiple products and services to a customer. Determining whether the products and services are considered distinct performance obligations that should be accounted for separately or as one combined performance obligation may require significant judgment. Revenue is recognized when control of the products or services are transferred to the Company's customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for products and services.

Product revenue is typically recognized upon fulfillment, provided a legally enforceable contract exists, control has passed to the customer, and in the case of software products, when the customer has the rights and ability to access the software, and collection of the related receivable is probable. If any significant obligations to the customer remain post-delivery, typically involving obligations relating to installation and acceptance by the customer, revenue recognition is deferred until such obligations have been fulfilled. The Company's service offerings include installation, integration, extended warranty and maintenance services, post-contract customer support, stand-ready software-as-a-service (SAAS) and other professional services including consulting and training. The Company generally provides software and/or hardware support as part of product sales. Revenue related to the initial bundled software and hardware support is recognized ratably over the support period. In addition, customers can elect to purchase extended support agreements for periods after the initial software/hardware warranty expiration. Support services generally include rights to unspecified upgrades (when and if available), telephone and internet-based support, updates, bug fixes and hardware repair and replacement. Consulting services are recognized upon delivery or completion of performance depending on the terms of the underlying contract. Reimbursements of out-of-pocket expenditures incurred in connection with providing consulting services are included in services revenue, with the offsetting expense recorded in cost of service revenue. Training services include on-site and classroom training. Training revenues are recognized upon delivery of the training.

Generally, the Company's contracts are accounted for individually. However, when contracts are closely interrelated and dependent on each other, it may be necessary to account for two or more contracts as one to reflect the substance of the group of contracts.

Bundled arrangements are concurrent customer purchases of a combination of the Company's product and service offerings that may be delivered at various points in time. The Company allocates the transaction price among the performance obligations in an amount that depicts the relative standalone selling prices (SSP) of each obligation. Judgment is required to determine the SSP for each distinct performance obligation. The Company uses a range of amounts to estimate SSP for each of the products and services sold, based primarily on the performance obligation's historical pricing. The Company also considers its overall pricing objectives and practices across different sales channels and geographies, and market conditions. Generally, the Company has established SSP for a majority of its service performance obligations based on historical standalone sales. In certain instances, the Company has established SSP for services based upon an estimate of profitability and the underlying cost to fulfill those services. SSP has primarily been established for product performance obligations as the average or median selling price the performance obligation was recently sold for, whether sold alone or sold as part of a bundle transaction. The Company reviews sales of the product performance obligations on a quarterly basis and updates, when appropriate, its SSP for such performance obligations to ensure that it reflects recent pricing experience. The Company's products are distributed through its direct sales force and indirect distribution channels through alliances with resellers and distributors. Revenue arrangements with resellers and distributors are recognized on a sell-in basis; that is, when control of the product transfers to the reseller or distributor. The Company records consideration given to a customer as a reduction of revenue to the extent they have recorded revenue from the customer. With limited exceptions, the Company's return policy does not allow product returns for a refund. Returns have been insignificant to date. In addition, the Company has a history of successfully collecting receivables from its resellers and distributors.

During the nine months ended December 31, 2024, the Company recognized revenue of \$253.3 million related to the Company's deferred revenue balance reported at March 31, 2024.

Performance Obligations

Customer contracts may include promises to transfer multiple products and services to a customer. Determining whether the products and services are considered distinct performance obligations that should be accounted for separately or as one combined performance obligation may require significant judgment. The transaction price is allocated among performance obligations in bundled contracts in an amount that depicts the relative standalone selling prices of each obligation.

weight:400;line-height:120%">For contracts involving distinct hardware and software licenses, the performance obligations are satisfied at a point in time when control is transferred to the customer. For standalone maintenance and post-contract support (PCS) the performance obligation is satisfied ratably over the contract term as a stand-ready obligation. For consulting and training services, the performance obligation may be satisfied over the contract term as a stand-ready obligation, satisfied over a period of time as those services are delivered, satisfied at the completion of the service when control has transferred, or the services have expired unused.

Payments for hardware, software licenses, one-year maintenance, PCS and consulting services, are typically due up front with payment terms of 30 to 90 days. However, the Company does have contracts pursuant to which billings occur ratably over a period of years following the transfer of control for the contracted performance obligations. Payments on multi-year maintenance, PCS and consulting services are typically due in annual installments over the contract term. The Company did not have any material variable consideration such as obligations for returns, refunds or warranties at December 31, 2024.

At December 31, 2024, the Company had total deferred revenue and customer deposits of \$411.9 million, which represents the aggregate total contract price allocated to undelivered performance obligations. The Company expects to recognize \$284.8 million, or 69%, of this revenue during the next 12 months, and expects to recognize the remaining \$127.1 million, or 31%, of this revenue thereafter.

Because of NetScout's revenue recognition policies, there are circumstances for which the Company does not recognize revenue relating to sales transactions that have been billed, but the related account receivable has not been collected. While the receivable represents an enforceable obligation, the Company does not believe its right to payment is unconditional, therefore for balance sheet presentation purposes, the Company has not recognized the deferred revenue or the related account receivable and no amounts appear in the consolidated balance sheets for such transactions because control of the underlying deliverable has not transferred. The aggregate amount of unrecognized accounts receivable and deferred revenue was \$12.0 million and \$5.9 million at December 31, 2024 and March 31, 2024, respectively.

NetScout expects that the amount of billed and unbilled deferred revenue will change from quarter to quarter for several reasons, including the specific timing, duration and size of large customer support and service agreements, varying billing cycles of such agreements, the specific timing of customer renewals, and foreign currency fluctuations. The Company did not have material significant financing components, or variable consideration or performance obligations satisfied in a prior period recognized during the nine months ended December 31, 2024.

Contract Balances

The Company may receive

payments from customers based on billing schedules as established by the Company's contracts. Contract assets relate to performance obligations where control has transferred to the customer in advance of scheduled billings. The Company records unbilled accounts receivable representing the right to consideration in exchange for goods or services that have been transferred to a customer conditional on the passage of time. Deferred revenue relates to scenarios where billings with an unconditional right to payment occur before all performance obligations are delivered or payments are received in advance of performance under the contract.

Costs to Obtain Contracts

The Company has determined that the only significant incremental costs incurred to obtain contracts with customers within the scope of Topic 606 are sales commissions paid to its employees. Sales commissions are recorded as an asset and amortized to expense ratably over the remaining performance periods of the related contracts with remaining performance obligations. The Company expenses costs as incurred for sales commissions when the amortization period would have been one year or less.

At December 31, 2024, the consolidated balance sheet included \$9.6 million in assets related to sales commissions to be expensed in future periods. A balance of \$5.2 million was included in prepaid expenses and other current assets, and a balance of \$4.4 million was included in other assets in the Company's consolidated balance sheet at December 31, 2024. At March 31, 2024, the consolidated balance sheet included \$9.3 million in assets related to sales commissions to be expensed in future periods. A balance of \$4.8 million was included in prepaid expenses and other current assets, and a balance of \$4.5 million was included in other assets in the Company's consolidated balance sheet at March 31, 2024.

During the three and nine months ended December 31, 2024 and 2023, respectively, the Company recognized \$1.8 million, \$1.7 million, \$5.2 million and \$5.1 million of amortization related to this sales commission asset, which is included in the sales and marketing expense line in the Company's consolidated statements of operations.

Allowance for Credit Losses

The Company continually monitors collections from its customers. The Company evaluates the collectability of its accounts receivable and determines the appropriate allowance for credit losses based on a combination of factors, including but not limited to, analysis of the aging schedules, past due balances, historical collection experience and prevailing economic conditions.

The following table summarizes the activity in the allowance for credit losses (in thousands):

	2024	2023	2022	2021
Balance at March 31,	\$1.0	\$1.0	\$1.0	\$1.0

	\$	479
Additions resulting in charges to operations	49	
Recoveries of previously reserved balances	(430)	
Deductions due to write-offs	(13)	
Balance at December 31, 2024	\$	85

Revenue Recognition Policy

The Company exercises judgment and uses estimates in connection with determining the amounts of product and service revenues to be recognized in each accounting period.

The Company derives revenues primarily from the sale of network management tools and cybersecurity solutions for service provider and enterprise customers, which include hardware, software, and service offerings. The Company's product sales consist of software only offerings and offerings which include hardware appliances with embedded software that are

essential to providing customers the intended functionality of the solutions.

The Company accounts for revenue once a legally enforceable contract with a customer has been approved by the parties and the related promises to transfer products or services have been identified. A contract is defined by the Company as an arrangement with commercial substance identifying payment terms, each party's rights and obligations regarding the products or services to be transferred and the amount the Company deems probable of collection. Customer contracts may include promises to transfer multiple products and services to a customer. Determining whether the products and services are considered distinct performance obligations that should be accounted for separately or as one combined performance obligation may require significant judgment. Revenue is recognized when control of the products or services are transferred to the Company's customers, in an amount that reflects the consideration the Company expects to be entitled to in exchange for products and services.

Product revenue is typically recognized upon fulfillment, provided a legally enforceable contract exists, control has passed to the customer, and in the case of software products, when the customer has the rights and ability to access the software, and collection of the related receivable is probable. If any significant obligations to the customer remain post-delivery, typically involving obligations relating to installation and acceptance by the customer, revenue recognition is deferred until such obligations have been fulfilled. The Company's service offerings include installation, integration, extended warranty and maintenance services, post-contract customer support, stand-ready software-as-a-service (SAAS) and other professional services including consulting and training. The Company generally provides software and/or hardware support as part of product sales. Revenue related to the initial bundled software and hardware support is recognized ratably over the support period. In addition, customers can elect to purchase extended support agreements for periods after the initial software/hardware warranty expiration. Support services generally include rights to unspecified upgrades (when and if available), telephone and internet-based support, updates, bug fixes and hardware repair and replacement. Consulting services are recognized upon delivery or completion of performance depending on the terms of the underlying contract. Reimbursements of out-of-pocket expenditures incurred in connection with providing consulting services are included in services revenue, with the offsetting expense recorded in cost of service revenue. Training services include on-site and classroom training. Training revenues are recognized upon delivery of the training.

Generally, the Company's contracts are accounted for individually. However, when contracts are closely interrelated and dependent on each other, it may be necessary to account for two or more contracts as one to reflect the substance of the group of contracts.

Bundled arrangements are concurrent customer purchases of a combination of the Company's product and service offerings that may be delivered at various points in time. The Company allocates the transaction price among the performance obligations in an amount that depicts the relative standalone selling prices (SSP) of each obligation. Judgment is required to determine the SSP for each distinct performance obligation. The Company uses a range of amounts to estimate SSP for each of the products and services sold, based primarily on the performance obligation's historical pricing. The Company also considers its overall pricing objectives and practices across different sales channels and geographies, and market conditions. Generally, the Company has established SSP for a majority of its service performance obligations based on historical standalone sales. In certain instances, the Company has established SSP for services based upon an estimate of

profitability and the underlying cost to fulfill those services. SSP has primarily been established for product performance obligations as the average or median selling price the performance obligation was recently sold for, whether sold alone or sold as part of a bundle transaction. The Company reviews sales of the product performance obligations on a quarterly basis and updates, when appropriate, its SSP for such performance obligations to ensure that it reflects recent pricing experience. The Company's products are distributed through its direct sales force and indirect distribution channels through alliances with resellers and distributors. Revenue arrangements with resellers and distributors are recognized on a sell-in basis; that is, when control of the product transfers to the reseller or distributor. The Company records consideration given to a customer as a reduction of revenue to the extent they have recorded revenue from the customer. With limited exceptions, the Company's return policy does not allow product returns for a refund. Returns have been insignificant to date. In addition, the Company has a history of successfully collecting receivables from its resellers and distributors.

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The following table summarizes the activity in the allowance for credit losses (in thousands):

Balance at March 31, 2024				
		\$	479	
Additions resulting in charges to operations				
			49	
Recoveries of previously reserved balances				
			(430)	
Deductions due to write-offs				

(13)

Balance at December 31, 2024	\$	85

479000 49000 430000 13000 85000

CONCENTRATION OF CREDIT RISK AND SIGNIFICANT CUSTOMERS

Financial instruments that potentially subject the Company to concentration of credit risk consist primarily of investments, trade accounts receivable and accounts payable. The Company's cash, cash equivalents, and marketable securities are placed with financial institutions with high credit standings.

At December 31, 2024, the Company had one direct customer, Verizon, over 10% of the accounts receivable balance, while no channel partners accounted for more than 10% of the accounts receivable balance. At March 31, 2024, the Company had no direct customers or channel partners which accounted for more than 10% of the accounts receivable balance.

During the three and nine months ended December 31, 2024, one direct customer, Verizon, accounted for more than 10% of the Company's total revenue, while no channel partners accounted for more than 10% of total revenue. During the three and nine months ended December 31, 2023, no direct customers or channel partners accounted for more than 10% of total revenue.

Historically, the Company has not experienced any significant failure of its customers' ability to meet their payment obligations nor does the Company anticipate material non-performance by its customers in the future; accordingly, the Company does not require collateral from its customers. However, if the Company's assumptions are incorrect, there could be an adverse impact on its allowance for doubtful accounts.

SHARE-BASED COMPENSATION

On September 12, 2019, the Company's stockholders approved the 2019 Equity Incentive Plan (2019 Plan), which replaced the Company's 2007 Equity Incentive Plan, as amended (Amended 2007 Plan). The 2019 Plan permits the granting of incentive and nonstatutory stock options, stock appreciation rights, restricted stock awards, restricted stock unit awards, and other stock awards, collectively referred to as "share-based awards."

On September 10, 2020, the Company's stockholders approved an amendment and restatement of the 2019 Equity Incentive Plan (2019 First Amended Plan) to increase the number of shares reserved for issuance

nce by 4,700,000 shares, establish a one-year minimum vesting requirement for awards granted on or after September 10, 2020, and change the "fungible share counting ratio" used to calculate the increase or reduction in the number of shares available for issuance under the 2019 First Amended Plan.

On August 24, 2022, the Company's stockholders approved an amendment and restatement of the 2019 Equity Incentive Plan (2019 Second Amended Plan) to increase the number of shares reserved for issuance by 7,000,000 shares, and change the "fungible share counting ratio" used to calculate the increase or reduction in the number of shares available for issuance under the 2019 Second Amended Plan.

On September 14, 2023, the Company's stockholders approved an amendment and restatement to the 2019 First Amended Plan (2019 Third Amended Plan) to further increase the number of shares reserved for issuance by 5,900,000 shares and changed the "fungible share counting ratio" used to calculate the increase or reduction in the number of shares available for issuance under the 2019 Third Amended Plan.

On September 12, 2024, the Company's stockholders approved an amendment and restatement to the 2019 First Amended Plan (2019 Fourth Amended Plan) to further increase the number of shares reserved for issuance by 3,400,000.

At September 12, 2024, the effective date of the 2019 Fourth Amended Plan, there was a total of 7,947,545 shares reserved for issuance under the 2019 Fourth Amended Plan, which consisted of 3,400,000 new shares plus 4,547,545 shares that remained available for grant under the 2019 Third Amended Plan.

The Company refers to the 2019 Plan, 2019 First Amended Plan, 2019 Second Amended Plan, 2019 Third Amended Plan and 2019 Fourth Amended Plan collectively as the "Amended 2019 Plan".

December 31, 2024

an aggregate of 8,148,350 shares remained available for grant under the Amended 2019 Plan.

Periodically, the Company grants share-based awards to employees, officers, and directors of the Company and its subsidiaries. Additionally, the Company periodically grants performance-based restricted stock units to certain executive officers that vest based upon the Company's total shareholder return as compared to

the Russell 2000 Index over a three-year period. The performance-based restricted stock units are valued using the Monte Carlo Simulation model. The measurement and recognition of compensation expense is based on estimated fair values for all share-based payment awards made to its employees and directors. Share-based award grants are generally measured at fair value on the date of grant based on the number of shares granted and the quoted price of the Company's common stock. Such value is recognized as a cost of revenue or an operating expense over the corresponding vesting period.

The following is a summary of share-based compensation expense including restricted stock units and performance-based restricted stock units granted pursuant to the Company's Amended 2007 Plan and the Amended 2019 Plan, and employee stock purchases made under the Company's 2011 Amended and Restated Employee Stock Purchase Plan (ESPP), based on estimated fair values within the applicable cost and expense lines identified below (in thousands):

Period	Restricted Stock Units	Performance-Based Restricted Stock Units	Employee Stock Purchases	Total
Three Months Ended December 31,	\$13,519	\$11,624	\$1,000	\$26,143
Nine Months Ended December 31,	\$13,519	\$11,624	\$1,000	\$26,143
December 31,	\$13,519	\$11,624	\$1,000	\$26,143
December 31,	\$13,519	\$11,624	\$1,000	\$26,143

Cost of product revenue	\$	287				\$	306				\$	1,013				\$	1,027				Cost of service revenue	1,909				2,069				6,703				6,897

[illegible]

11,126	12,218	14,502	16,364	50,586
Employee Stock Purchase Plan - The Company maintains the ESPP for all eligible employees as described in the Company's Annual Report on Form 10-K for the year				

ended March 31, 2024. Under the ESPP, shares of the Company's common stock may be purchased on the last day of each bi-annual offering period at 85% of the fair value on the last day of such offering period. The offering periods run from March 1st through August 31st and from September 1st through the last day of February each year. During the nine months ended December 31, 2024, employees purchased 213,098 shares under the ESPP and the fair value per share was \$21.48.

The following is a summary of share-based compensation expense including restricted stock units and performance-based restricted stock units granted pursuant to the Company's Amended 2007 Plan and the Amended 2019 Plan, and employee stock purchases made under the Company's 2011 Amended and Restated Employee Stock Purchase Plan (ESPP), based on estimated fair values within the applicable cost and expense lines identified below (in thousands):

	Three Months Ended	Nine Months Ended	December 31,
	2024	2023	2024
Share-based compensation expense	\$1,700,000	\$5,900,000	\$3,400,000
Performance-based restricted stock units	794,754	340,000	454,754
Employee stock purchases	814,835	P3Y	

Cost of product revenue	\$	287				\$	306				\$	1,013				\$	1,027				Cost of service revenue	1,909				2,069				6,703				6,897

[illegible]

color:#cceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">11,126 </td><td style="background-color:#cceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="2" style="background-color:#cceeef;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">12,218 </td><td style="background-color:#cceeef;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">14,502 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">16,364 </td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">50,586 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="padding:0 1pt"></td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$ </td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">54,653 </td><td style="border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 287000 306000 1013000 1027000 1909000 2069000 6703000 6897000 4074000 4498000 13894000 14872000 5071000 5680000 17850000 19639000 3161000 3811000 11126000 12218000 14502000 16364000 50586000 54653000 0.85 213098 21.48 CASH, CASH EQUIVALENTS, MARKETABLE SECURITIES AND INVESTMENTS<div style="margin-top:5pt;text-indent:24.75pt">The Company considers all highly liquid

investments purchased with an original maturity of three months or less to be cash equivalents and those investments with original maturities greater than three months to be marketable securities. Cash and cash equivalents mainly consisted of U.S. government and municipal obligations, commercial paper, money market instruments and cash maintained with various financial institutions at December 31, 2024 and March 31, 2024.

Marketable Securities

The following is a summary of marketable securities held by NetScout at December 31, 2024, classified as short-term and long-term (in thousands):

	Amortized Cost	Unrealized Losses	Fair Value
Type of security:			
U.S. government and municipal obligations	\$		987

[illegible]

Total short-term marketable securities			14,627	—	14,627
U.S. government and municipal obligations			1,016	1,016	(1)
Total long-term marketable securities			1,016		(1)

[illegible]

[illegible]

			8,648		
			Certificates of deposit		
			2,807		
			—		
			2,807		
			Total short-term marketable securities		
			21,978		
			(26)		
			21,952		
			U.S. government and municipal obligations		
			1,004		

	(10)	994
Total long-term marketable securities	1,004	
	(10)	
Total marketable securities	\$	22,982

(36)

\$	22,946	

Contractual maturities of the Company's marketable securities held at December 31, 2024 and March 31, 2024 were as follows (in thousands):

	December 31, 2024								
Available-for-sale securities:									
Due in 1 year or less	\$	14,627							
	\$	21,952							

Due after 1 year through 5 years	1,015	994
\$	15,642	\$
\$	22,946	

Investments

In February 2023, the Company entered into a forward share purchase agreement with Napatech A/S (Napatech), a publicly traded Danish company registered on the Oslo stock exchange, to purchase approximately 6.2 million shares of Napatech's common stock for \$7.5 million. In April 2023, the Company settled the forward share purchase contract with Napatech in exchange for approximately 6.2 million shares of Napatech's common stock and recorded a \$0.2 million change in the fair value of the derivative instrument in other income (expense), net within the Company's consolidated statement of operations during the nine months ended December 31, 2023. As part of the agreement, the Company received the right to designate a representative to be nominated for election to the Napatech Board of Directors, which was approved by Napatech's Nomination Committee in April 2023. The Company accounts for this investment under the equity method and has elected to apply the fair value option to the investment. The Company records the investment at fair value at the end of each period based on the closing price of Napatech's stock and any change in fair value during the period is recorded in other income (expense), net within the Company's consolidated statement of operations. At December 31, 2024 and

March 31, 2024, the fair value of the investment in Napatech was \$13.9 million and \$11.5 million, respectively, and was included in marketable securities and investments in the Company's consolidated balance sheet. During the nine months ended December 31, 2024 and 2023, the Company recognized a \$2.9 million gain and a \$1.8 million gain, respectively, in the fair value of the equity investment in Napatech in other income (expense), net within the Company's consolidated statement of operations. For the nine months ended December 31, 2024, the unrealized loss related to foreign currency translation on the equity investment in Napatech was \$0.5 million. For the nine months ended December 31, 2023, the unrealized gain related to foreign currency translation on the equity investment in Napatech was immaterial.

The following is a summary of marketable securities held by NetScout at December 31, 2024, classified as short-term and long-term (in thousands):

Amortized Cost		Unrealized Losses		Fair Value		Type of security	

[illegible]

Total short-term marketable securities			14,627	—	14,627
U.S. government and municipal obligations			1,016	(1)	1,015
Total long-term marketable securities			1,016	(1)	

[illegible]

New Roman',sans-serif;font-size:8pt;font-weight:700;line-height:100%">Amortized			Cost		
Unrealized			Losses		
Fair			Value		
Type of security:					
U.S. government and municipal obligations					
\$					
10,523					
\$					
(26)					
\$					
10,497					
Commercial paper					
8,648					
—					

8,648											
Certificates of deposit		2,807									
—											
2,807											
Total short-term marketable securities		21,978									
(26)											
21,952											
U.S. government and municipal obligations		1,004									

	(10)	994	Total long-term marketable securities	1,004	(10)	\$	22,982	\$

weight:400;line-height:100%>(36)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">22,946 </td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 987000 0 987000 13130000 0 13130000 510000 0 510000 14627000 0 14627000 1016000 1000 1015000 1016000 1000 1015000 15643000 1000 15642000 10523000 26000 10497000 8648000 0 8648000 2807000 0 2807000 21978000 26000 21952000 1004000 10000 994000 1004000 10000 994000 22982000 36000 22946000

<div style="margin-bottom:3pt;margin-top:10pt;text-indent:24.75pt">Contractual maturities of the Company's marketable securities held at December 31, 2024 and March 31, 2024 were as follows (in thousands):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:72.692%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.639%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,
2024</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31,
2024</td></tr><tr><td colspan="3" style="background-color:#e6e6ff;padding:2px 1pt;text-align:left;vertical-align:top">Available-for-sale securities:</td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="background-color:#e6e6ff;border-top:1pt solid #000000;padding:0 1pt"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt 2px 19pt;text-align:left;vertical-align:top">Due in 1 year or less</td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;padding:2px 0;text-align:right;vertical-align:bottom">14,627 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td colspan="3" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td></tr></table></div>

21,952

Due after 1 year through 5 years	1,015	994	15,642	\$	22,946

14627000 21952000 1015000 994000 15642000 22946000 6200000 7500000 6200000 200000 13900000 11500000 2900000 1800000 500000 0

FAIR VALUE MEASUREMENTS

The fair value hierarchy has three levels based on the reliability of the inputs used to determine fair value. Level 1 refers to fair values determined based on quoted prices in active markets for identical assets. Level 2 refers to fair values estimated using significant other observable inputs, and Level 3 includes fair values estimated using significant non-observable inputs. The following tables present the Company's financial assets and liabilities measured on a recurring basis using the fair value hierarchy at December 31, 2024 and March 31, 2024 (in thousands):

[illegible]

[illegible]

		—	
13,130			
Certificates of deposit		—	
		510	
—			
		510	
Equity investment in Napatech		13,909	
—			
—			

[illegible]

[illegible]

solid #000;padding:2px 0;text-align:right;vertical-align:bottom">—</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(324)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">—</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(324)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:4pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:99.853%"><tr><td style="width:1.0%"></td><td style="width:45.752%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.637%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.532%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.641%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Fair Value Measurements at</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="21" style="padding:2px 1pt;text-align:center;vertical-align:bottom">March 31, 2024</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"><span

Level 1			Level 2			Level 3			Total		
ASSETS:											
Cash and cash equivalents			\$			381,829			\$		
</											

[illegible]

Certificates of deposit	2,807	2,807
Equity investment in Napatech	11,507	11,507
Derivative financial instruments	—	—

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

March 31, 2024																				
Level 1			Level 2			Level 3			Total			ASSETS:								
Cash and cash equivalents			\$			381,829														
												</								

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

3,258	1,215	\$	14,414	14,095

Inventories consist of the following (in thousands):

December 31, 2024			March 31, 2024			Raw materials	
6,540							

[illegible]

#000000;				\$</td><td style="background-color: #e6e6ff; border-bottom: 3pt double #000000; border-top: 1pt solid #000000; padding: 2px 0; text-align: right; vertical-align: bottom">14,095</td><td style="background-color: #e6e6ff; border-bottom: 3pt double #000000; border-top: 1pt solid #000000; padding: 2px 1pt 2px 0; text-align: right; vertical-align: bottom"></td></tr></table> 6540000 8175000 786000 545000 3830000 4160000 3258000 1215000 14414000 14095000 DIVESTITURES<div style="margin-top: 9pt">Business Divestiture</div><div style="margin-top: 5pt; text-indent: 24.75pt">On September 8, 2023, the Company entered into an Asset Purchase Agreement to divest its Test Optimization business (TO Business) for a purchase price of \$7.8 million, inclusive of a working capital adjustment. The Company recorded a gain of \$3.8 million on the divestiture during the nine months ended December 31, 2023.</div><div style="margin-top: 5pt; text-indent: 24.75pt">The Company determined that the sale of the TO Business did not represent a strategic shift and will not have a major effect on its consolidated results of operations, financial position or cash flow. Accordingly, the Company has not presented the sale as a discontinued operation in the consolidated financial statements.</div> 7800000 3800000 GOODWILL AND INTANGIBLE ASSETS<div style="margin-top: 5pt">Goodwill</div><div style="margin-top: 5pt; text-indent: 24.75pt">The Company has one reporting unit. Goodwill is tested for impairment at a reporting unit level at least annually, as of January 31, or on an interim basis if an event occurs or circumstances change (a "Triggering Event") that would, more likely than not, reduce the fair value of the reporting unit below its carrying value.</div><div style="margin-top: 5pt; text-indent: 24.75pt">During fiscal year 2024, the Company recorded \$217.3 million in goodwill impairment charges as a result of the sustained decline in the Company's stock price and overall market capitalization. During the first quarter of fiscal year 2025, due to the continued decrease in the Company's stock price and overall market capitalization, along with other qualitative considerations including the continued impact from the conditions in the macroeconomic environment, it was determined a Triggering Event occurred, indicating goodwill may be impaired. Accordingly, the Company conducted a quantitative impairment test of its goodwill at June 30, 2024. The Company estimated the implied fair value of its goodwill using a market approach. As a result of the quantitative impairment test performed during the first quarter of fiscal year 2025, the Company determined goodwill was impaired and recorded a goodwill impairment charge of \$427.0 million during the three months ended June 30, 2024. The additional impairment charge recorded in the first quarter of fiscal year 2025 was primarily due to the continued decrease in the Company's stock price from March 31, 2024 to June 30, 2024, an increase in the Company's weighted-average cost of capital, and the refinement to the expected cost synergies that could be realized by a hypothetical buyer as a result of the voluntary separation program (VSP) implemented by the Company in the first quarter of fiscal year 2025, which impacted the company-specific

control premium used to determine the fair value of the reporting unit under the market approach. At September 30, 2024 and December 31, 2024, the Company performed a Triggering Event assessment and concluded no events or circumstances occurred that indicated goodwill was further impaired.

Throughout the remainder of the fiscal year 2025, the Company will continue to monitor relevant facts and circumstances, including future changes in its stock price. The Company may be required to record additional goodwill impairment charges. While management cannot predict if or when additional goodwill impairments may occur, future goodwill impairments could have material adverse effects on the Company's results of operations and financial condition.

At December 31, 2024 and March 31, 2024, the carrying amounts of goodwill were \$1.1 billion and \$1.5 billion, respectively. The change in the carrying amount of goodwill for the nine months ended December 31, 2024 was due to the impairment of goodwill, and the impact of foreign currency translation adjustments related to asset balances that are recorded in currencies other than the U.S. Dollar.

The following table summarizes the changes in the carrying amount of goodwill for the nine months ended December 31, 2024 as follows (in thousands):

Balance at March 31, 2024	\$	1,502,820	
Goodwill impairment		(426,967)	
Foreign currency translation impact		3,258	

Balance at December 31, 2024

\$	1,079,111	

Intangible Assets

The net carrying amounts of intangible asse

t

s were \$270.0 million and \$

308.7 million at December 31, 2024 and March 31, 2024, respectively. Intangible assets acquired in a business co

mbination are recorded under the acquisition method of accounting at their estimated fair values at the date of acquisition. The Company amortizes acquired intangible assets over their estimated useful lives.

The Company reviews definite-lived intangible assets for impairment when an event occurs that may indicate potential impairment. In connection with the goodwill impairment analysis performed at June 30, 2024, the Company conducted an impairment test of its definite-lived intangible assets at June 30, 2024. Based on this assessment, the Company concluded that the carrying values of the Company's definite-lived intangible assets were recoverable. At September 30, 2024 and December 31, 2024, the Company performed a Triggering Event assessment and concluded no events or circumstances occurred that indicated intangible assets may be impaired. However, if future events occur or if business conditions deteriorate, the Company may be required to record an impairment loss, and or accelerate the amortization of definite-live intangible assets in the future, which could be material to its results of operations and financial condition.

Intangible assets include the

following

owing amortizable intangible assets at December 31, 2024

(in thousands):

[illegible]

253,967		
Distributor relationships and technology licenses		
5,043		
(3,883)		
1,160		
Definite-lived trademark and trade name		
57,537		
(49,731)		
7,806		
Core technology		
7,192		
(7,192)		
—		

[illegible]

\$

1,081,895	(811,868)	270,027

Intangible assets include the following amortizable intangible assets at March 31, 2024 (in thousands):

<td style="width: 1.0%"></td>	</td>	</td>	</td>	</td>	</td>	</td>	</td>	</td>	</td>	</td>
Cost			Accumulated			Amortization			Net	
Developed			Developed			Developed			Developed	

[illegible]

[illegible]

Capitalized software	3,317		(3,317)	—
Other	1,208		(1,022)	
	186			
\$	1,089,529			
\$	(780,870)			

Amortization included as cost of product revenue consists of amortization of developed technology, and distributor relationships and technology licenses. Amortization included as operating expense consists of all other intangible assets. The following table provides a summary of amortization expense for the three and nine months ended December 31, 2024 and 2023, respectively (in thousands):

	2024	2023
Three Months Ended		
Nine Months Ended		
December 31,		
2024	2023	

[illegible]

 		
 	Operating expense	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	
 	 	

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">43,538 </td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table> The following is the expected future amortization expense at December 31, 2024 for the fiscal years ending March 31 (in thousands): <table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:86.034%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.766%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="background-color:#bfe4ff;padding:2px 1pt;text-align:left;vertical-align:bottom">2025 (remaining three months)</td><td style="background-color:#bfe4ff;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#bfe4ff;padding:2px 0;text-align:right;vertical-align:bottom">12,624 </td><td style="background-color:#bfe4ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2026</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">46,561 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#bfe4ff;padding:2px 1pt;text-align:left;vertical-align:bottom">2027</td><td colspan="2" style="background-color:#bfe4ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">43,689 </td><td style="background-color:#bfe4ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom">2028</td><td colspan="2" style="background-color:#ffffff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">40,737 </td><td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#bfe4ff;padding:2px 1pt;text-align:left;vertical-align:bottom">2029</td><td colspan="2" style="background-color:#bfe4ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">31,349 </td><td style="background-color:#bfe4ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:2px 1pt;text-align:left;vertical-align:bottom"><span

Thereafter

	95,067	
	\$	
	270,027	

The following table summarizes the changes in the carrying amount of goodwill for the nine months ended December 31, 2024 as follows (in thousands):

Balance at March 31, 2024	\$	1,502,820		
Goodwill impairment	(426,967)			
Foreign currency translation impact	3,258			
Balance at December 31, 2024				

#000;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1,079,111</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 1502820000 426967000 3258000 1079111000 270000000.0 308700000 <div style="margin-bottom:6pt;margin-top:9pt;text-indent:24.75pt">Intangible assets include the following amortizable intangible assets at December 31, 2024 (in thousands):</div><div style="margin-top:5pt;text-align:center"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:95.614%"><tr><td style="width:1.0%"></td><td style="width:57.462%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.202%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.564%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.202%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.564%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.206%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Cost</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Accumulated
Amortization</td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Net</td></tr><tr><td colspan="3" style="background-color:#cceeef;padding:2px 1pt;text-align:left;vertical-align:top">Developed technology</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">247,348</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(240,425)</td><td

	\$	6,923	
Customer relationships		760,250	
	(506,283)		
		253,967	
Distributor relationships and technology licenses		5,043	
		(3,883)	
		1,160	
Definite-lived trademark and trade name		57,537	

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Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%">—</td>
<td style="background-color:#ffffff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#e6e6ff;padding:2px 1pt;text-align:left;vertical-align:top">Other</td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">1,208</td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">(1,037)</td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#e6e6ff;padding:0 1pt"></td><td colspan="2" style="background-color:#e6e6ff;padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">171</td><td style="background-color:#e6e6ff;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr><tr><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">1,081,895</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">(811,868)</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 0;text-align:right;vertical-align:bottom">270,027</td><td style="background-color:#ffffff;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-top:5pt;padding-left:40.5pt;text-align:justify;text-

[illegible]

[illegible]

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[illegible]

[illegible]

[illegible]

2026		
46,561		
2027		
43,689		
2028		
40,737		
2029		
31,349		
Thereafter		
95,067		
\$		
270,027		

12624000 46561000 43689000 40737000 31349000 95067000 270027000 DERIVATIVE INSTRUMENTS AND HEDGING ACTIVITIES

NetScout operates internationally and, in the normal course of business, is exposed to fluctuations in foreign currency exchange rates. The exposures result from costs that are denominated in currencies other than the U.S. Dollar, primarily the Euro, British Pound, Canadian Dollar, and Indian Rupee. The Company manages its foreign cash flow risk by hedging forecasted cash flows for operating expenses denominated in foreign currencies for up to twelve months, within specified guidelines through the use of forward contracts. The Company enters into foreign currency exchange contracts to hedge cash flow exposures from costs that are denominated in

currencies other than the U.S. Dollar. These hedges are designated as cash flow hedges at inception.

NetScout also periodically enters into forward contracts to manage exchange rate risks associated with certain third-party transactions and for which the Company does not elect hedge accounting treatment as there is no difference in the timing of gain or loss recognition on the hedging instrument and the hedged item.

All of the Company's derivative instruments are utilized for risk management purposes, and the Company does not use derivatives for speculative trading purposes. These contracts will mature over the next twelve months and are expected to impact earnings on or before maturity.

The notional amounts and fair values of derivative instruments in the consolidated balance sheets at December 31, 2024 and March 31, 2024 were as follows (in thousands):

	Cash Flow Hedges	Forward Contracts	Other Derivatives	Total
December 31, 2024	\$10.000	\$10.595	\$0.530	\$21.125
March 31, 2024	\$10.606	\$10.595	\$0.530	\$21.731

Notional Amounts (a)

	Cash Flow Hedges	Forward Contracts	Other Derivatives	Total
Prepaid Expenses and Other Current Assets	\$10.000	\$10.595	\$0.530	\$21.125
Accrued Other	\$10.606	\$10.595	\$0.530	\$21.731

December 31, 2024

	Cash Flow Hedges	Forward Contracts	Other Derivatives	Total
Prepaid Expenses and Other Current Assets	\$10.000	\$10.595	\$0.530	\$21.125
Accrued Other	\$10.606	\$10.595	\$0.530	\$21.731

March 31, 2024

	Cash Flow Hedges	Forward Contracts	Other Derivatives	Total
Prepaid Expenses and Other Current Assets	\$10.000	\$10.595	\$0.530	\$21.125
Accrued Other	\$10.606	\$10.595	\$0.530	\$21.731

[illegible]

[illegible]

[illegible]

(a) Notional amounts represent the gross contract/notional amount of the derivatives outstanding.

The following table provides the effect that foreign exchange forward contracts designated as hedging instruments had on other comprehensive income (OCI) and results of operations for the three months ended December 31, 2024 and 2023 (in thousands):

	Gain (Loss)	Recognized in OCI on Derivative (a)	Reclassified from Accumulated OCI into Income (b)	December 31, 2024	December 31, 2023
Location	December 31, 2024	December 31, 2023			

weight:700;line-height:100%">December 31, 2023</td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="background-color:#cceeef;padding:2px 1pt;text-align:left;vertical-align:bottom">Forward contracts</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">(576)</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">250</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td colspan="3" style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom">Research and development</td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">7</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#cceeef;padding:0 1pt"></td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">1</td><td style="background-color:#cceeef;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td><td colspan="3" style="display:none"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:0 1pt;text-align:left;vertical-align:bottom">Sales and marketing</td><td colspan="3" style="padding:0 1pt"></td><td colspan="2" style="padding:2px 0 2px 1pt;text-		

[illegible]

[illegible]

[illegible]

[illegible]

December 31, 2024			December 31, 2023								
Forward contracts			\$			(418)					
						110					
Research and development						11					
						—					

[illegible]

[illegible]

General and administrative

(5)	—	\$	\$	(5)

The amount represents the change in fair value of

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

[illegible]

The following table provides the effect that foreign exchange forward contracts designated as hedging instruments had on other comprehensive income (OCI) and results of operations for the nine months ended December 31, 2024 and 2023 (in thousands):

	Gain (Loss) Recognized in OCI on Derivative (a)	Gain (Loss) Reclassified from Accumulated OCI into Income (b)	December 31, 2024	December 31, 2023	Location
Forward contracts					

[illegible]

\$	(418)	110	159
\$			76

The following table provides the effect that foreign exchange forward contracts not designated as hedging instruments had on the Company's results of operations for the nine months ended December 31, 2024 and 2023 (in thousands):

[illegible]

[illegible]

Restated Credit Agreement.

On October 4, 2024, the Company amended and restated the Second Amended and Restated Credit Agreement (as amended and restated, the Third Amended and Restated Credit Agreement) with a syndicate of lenders by and among: the Company, as borrower; certain subsidiaries of NetScout Systems, Inc., as borrower; JPMorgan Chase Bank, N.A., as administrative agent and collateral agent; JPMorgan Chase Bank, N.A., Bank of America, N.A., RBC Capital Markets, PNC Capital Markets LLC and Mizuho Bank, Ltd, as joint lead arrangers and joint bookrunners; TD Bank, N.A. and Silicon Valley Bank, a division of First-Citizens Bank & Trust Company, as co-documentation agents; and the lenders and issuing banks party thereto.

The Third Amended and Restated Credit Agreement provides for a new five-year, \$600.0 million senior secured revolving credit facility, including a letter of credit sub-facility of up to \$75.0 million. The Company may elect to use the amended credit facility for working capital and other general corporate purposes (including to refinance revolving loans outstanding under the Second Amended and Restated Credit Agreement and to repurchase of shares of the Company's common stock). The commitments under the Third Amended and Restated Credit Agreement will expire on October 4, 2029, and any outstanding loans will be due on that date.

In connection with the Third Amended and Restated Credit Agreement, the Company paid off the outstanding balance of \$75.0 million under the Second Amended and Restated Credit Agreement on October 4, 2024 by borrowing the same amount under the Third Amended and Restated Credit Agreement. Additionally, the Company recorded a loss on the extinguishment of debt of \$1.1 million, representing the write-off of unamortized deferred financing costs, which was included in interest expense in the consolidated statements of operations for the three and nine months ended December 31, 2024. At December 31, 2024, \$75.0 million was outstanding under the Third Amended and Restated Credit Agreement. On February 3, 2025, the Company paid the outstanding balance of \$75.0 million in full under the Third Amended and Restated Credit Agreement.

At the Company's election, revolving loans under the Third Amended and Restated Credit Agreement bear interest at either (a) a term SOFR rate plus a credit spread adjustment of 0.10% or (b) an Alternate Base Rate (defined in a customary manner), in each case plus an applicable margin. For the initial period until the Company has delivered financial statements for the quarter ended December 31, 2024, the applicable margin will be 1.00% per annum for term SOFR loans and 0% per annum for Alternate Base Rate loans, and thereafter the applicable margin will vary depending on the Company's consolidated gross leverage ratio, ranging from 1.00% per annum for Alternate Base Rate loans and 2.00% per annum for term SOFR loans if the Company's consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0% per annum for Alternate Base Rate loans and 1.00% per annum for term SOFR loans if the Company's consolidated gross leverage ratio is equal to or less than 1.50 to 1.00.

The Company's consolidated gross leverage ratio is the ratio of its consolidated total debt compared to its consolidated EBITDA as defined in the Third Amended and Restated Credit Agreement (consolidated adjusted EBITDA). Consolidated adjusted EBITDA includes certain adjustments, including, without limitation, adjustments relating to extraordinary, unusual or non-recurring charges, certain restructuring charges, non-cash charges, certain transaction costs and expenses and certain pro forma adjustments in connection with material acquisitions and dispositions, all as set forth

in detail in the Third Amended and Restated Credit Agreement.

Commitment fees will accrue on the daily unused amount of the credit facility. For the initial period until the Company has delivered financial statements for the quarter ended December 31, 2024, the commitment fee will be 0.15% per annum, and thereafter the commitment fee will vary depending on the Company's consolidated gross leverage ratio, ranging from 0.30% per annum if the Company's consolidated gross leverage ratio is greater than 3.50 to 1.00, down to 0.15% per annum if the Company's consolidated gross leverage ratio is equal to or less than 1.50 to 1.00.

Letter of credit participation fees are payable to each lender providing the letter of credit sub-facility on the amount of such lender's letter of credit exposure, during the period from the closing date of the Third Amended and Restated Credit Agreement to, but excluding, the date which is the later of (i) the date on which such lender's commitment terminates or (ii) the date on which such lender ceases to have any letter of credit exposure, at a rate per annum equal to the applicable margin for term SOFR loans. Additionally, the Company will pay a fronting fee to each issuing bank in amounts to be agreed to between the Company and the applicable issuing bank.

Interest on Alternate Base Rate loans is payable at the end of each calendar quarter. Interest on term SOFR loans is payable at the end of each interest rate period or at the end of each three-month interval within an interest rate period if the period is longer than three months. The Company may also prepay loans under the Third Amended and Restated Credit Agreement at any time, without penalty, subject to certain notice requirements.

The loans and other obligations under the credit facility are (a) guaranteed by each of the Company's wholly-owned material domestic restricted subsidiaries, subject to certain exceptions, and (b) are secured by substantially all of the assets of the Company and the subsidiary guarantors, including a pledge of all the capital stock of material subsidiaries held directly by the Company and the subsidiary guarantors (which pledge, in the case of any foreign subsidiary, is limited to 65% of the voting stock), subject to certain customary exceptions and limitations. The Third Amended and Restated Credit Agreement generally prohibits any other liens on the assets of the Company and its restricted subsidiaries, subject to certain exceptions as described in the Third Amended and Restated Credit Agreement.

The Third Amended and Restated Credit Agreement contains certain covenants applicable to the Company and its restricted subsidiaries, including, without limitation, limitations on additional indebtedness, liens, various fundamental changes, dividends and distributions, investments (including acquisitions), transactions with affiliates, asset sales, including sale-leaseback transactions, speculative hedge agreements, payment of junior financing, changes in business and other limitations customary in senior secured credit facilities. The Third Amended and Restated Credit Agreement provides for certain baskets that are available to the Company and its restricted subsidiaries to incur additional indebtedness, to repay junior financing, for asset sales and to make investments and restricted payments. Such baskets are substantially similar to the baskets set forth in the Company's previous amended credit agreement.

The Third Amended and Restated Credit Agreement requires the Company to maintain a certain consolidated net leverage ratio. The Company's consolidated net leverage ratio is the

ratio of its Consolidated Total Debt minus the lesser of unrestricted cash and 125% of adjusted consolidated EBITDA compared to its adjusted consolidated EBITDA. The Company's maximum consolidated net leverage ratio is 4.00 to 1.00. These covenants and limitations are more fully described in the Third Amended and Restated Credit Agreement. At December 31, 2024, the Company was in compliance with all covenants, including the specified total consolidated net leverage ratio range of 4.00 to 1.00.

The Third Amended and Restated Credit Agreement provides that events of default will exist in certain circumstances, including failure to make payment of principal or interest on the loans when required, failure to perform certain obligations under the Third Amended and Restated Credit Agreement and related documents, defaults under certain other indebtedness, certain insolvency events, certain events arising under ERISA, a change of control and certain other events. Upon an event of default, the administrative agent may, or at the request of the holders of more than 50% in principal amount of the loans and commitments shall, terminate the commitments and accelerate the maturity of the loans and enforce certain other remedies under the Third Amended and Restated Credit Agreement and the other loan documents.

The Company had unamortized capitalized debt issuance costs, net of \$3.1 million at December 31, 2024, which are being amortized over the life of the revolving credit facility. The unamortized capitalized debt issuance costs balance of \$0.7 million was included as prepaid expenses and other current assets and a balance of \$2.4 million was included as other assets in the Company's consolidated balance sheet at December 31, 2024.

P5Y	800000000	750000000	250000000	P5Y	600000000.0	750000000.0	750000000	-1100000	750000000	750000000	0.0010	0.0100	0	0.0100	0.0200	3.50	0	0.0100	1.50	0.0015	0.0030	3.50	0.0015	1.50	0.65	1.25	4.00	4.00	0.50	3100000	700000	2400000	RESTRUCTURING CHARGES

During the first quarter of fiscal year 2025, the Company implemented a voluntary separation program (VSP) for employees who met certain age and service requirements to reduce overall headcount. As a result of the related workforce reduction, during the three months and nine months ended December 31, 2024, the Company recorded restructuring charges totaling \$0.6 million and \$19.6 million, respectively, related to one-time termination benefits for one hundred forty-two employees who voluntarily terminated their employment with the Company during the nine months ended December 31, 2024. All one-time termination benefits are expected to be paid in full by the end of the fiscal year ending March 31, 2025.

During the third quarter of fiscal year 2025, the Company entered into transition agreements that provided termination benefits for certain employees to ensure an orderly transition of responsibilities for continuity purposes. As a result of the related workforce changes, during the three months and nine months ended December 31, 2024, the Company recorded restructuring charges totaling \$0.3 million. The Company estimates that approximately \$0.6 million, \$1.0 million and \$0.1 million in additional restructuring charges will be recorded in the fiscal years ending March 31, 2025, 2026 and 2027, respectively, related to one-time termination benefits for the ten employees who continue to render services to the Company. A majority of the one-time termination benefits are expected to be paid in full by the end of the second quarter of fiscal year ending March 31, 2026, with the remaining amounts expected to be paid in full by the end of the fiscal year ending March 31, 2027.

The following table provides a summary of the activity related to the restructuring plan and the related restructuring liability (in thousands):

[illegible]

	291	
	19,899	
Payments	(19,421)	
	—	
	(19,421)	
Other adjustments		
	(9)	
	—	
	(9)	
Balance at December 31, 2024		
	\$	
	178	

align:left;vertical-align:bottom">\$</td><td style="background-color:#cfe2f3;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">291</td><td style="background-color:#cfe2f3;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cfe2f3;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">469</td><td style="background-color:#cfe2f3;border-bottom:3pt double #000;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div> 600000 19600000 142 300000 300000 600000 1000000 100000 10 <div style="margin-top:5pt;text-indent:24.75pt">The following table provides a summary of the activity related to the restructuring plan and the related restructuring liability (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:48.900%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.274%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.712%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.714%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Q1 FY25 VSP</td><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Q3 FY25 Plan</td><td colspan="3" style="padding:0 1pt"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Employee-related</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Employee-related</td><td colspan="3" style="border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">TOTAL</td></tr><tr><td colspan="3" style="background-color:#cfe2f3;padding:2px 1pt;text-align:left;vertical-align:bottom">Balance at March 31, 2024</td><td style="background-color:#cfe2f3;border-top:1pt solid #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#cfe2f3;border-top:1pt solid #000;padding:2px 0;text-align:right;vertical-align:bottom">—</td><td style="background-color:#cfe2f3;border-top:1pt solid #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td style="background-color:#cfe2f3;border-

[illegible]

Balance at December 31, 2024

\$ 178

\$ 291

\$ 469

0 0 0 19608000 291000 19899000 19421000 0 19421000 -9000 0 -9000 178000 291000 469000 LEASES

The Company determines if an arrangement is a lease at inception. Right-of-use (ROU) assets represent the Company's right to use an underlying asset for the duration of the lease term. Lease liabilities represent the Company's contractual obligation to make lease payments over the lease term. The Company's policy is to combine lease and non-lease components and to not recognize ROU assets and lease liabilities for short-term leases. Leases with an initial term of twelve months or less are classified as short-term leases. ROU assets are recorded and recognized at commencement for the lease liability amount, plus initial direct costs incurred less lease incentives received. Lease liabilities are recorded at the present value of future lease payments over the lease term at commencement. The discount rate used is generally the Company's estimated incremental borrowing rate unless the lessor's implicit rate is readily determinable. Incremental borrowing rates are calculated periodically to estimate the rate the Company would pay to borrow the funds necessary to obtain an asset of similar value over a similar term. Lease

expenses relating to operating leases are recognized on a straight-line basis over the lease term.

The Company has operating leases for administrative, research and development, sales and marketing and manufacturing facilities and equipment under various non-cancelable lease agreements. The Company's leases have remaining lease terms ranging from 1 year to 7 years.

The Company's lease terms may include options to extend or terminate the lease where it is reasonably certain that the Company will exercise those options. The Company considers several economic factors when making this determination, including but not limited to, the significance of leasehold improvements incurred in the office space, the difficulty in replacing the asset, underlying contractual obligations, or specific characteristics unique to a particular lease. The Company's lease agreements do not contain any material residual value guarantees or material restrictive covenants.

The Company has asset retirement obligations (ARO) to return certain leased facilities to their original condition at the end of the respective lease term. The estimated fair value of these ARO liabilities is recognized in the period in which the liability is generated and a corresponding increase to the carrying value of the related asset is recorded and depreciated over the useful life of the asset. The Company's estimates of its ultimate AROs could change because of changes in regulations, the extent of environmental remediations required, the means of reclamation, cost estimates, exit or disposal activities or time period estimates. ARO liabilities totaled \$2.1 million and \$2.3 million at December 31, 2024 and March 31, 2024, respectively. There was a balance of \$2.1 million included in other long-term liabilities in the consolidated balance sheets at December 31, 2024, and a balance of \$0.1 million included in accrued other and a balance of \$2.2 million included in other long-term liabilities in the consolidated balance sheets at March 31, 2024. Accretion expense related to these liabilities was not material for any periods presented.

Most of the Company's lease agreements contain variable payments, primarily for common area maintenance (CAM), which are expensed as incurred and not included in the measurement of the ROU assets and lease liabilities.

The components of operating lease cost for the three and nine months ended December 31, 2024 and 2023, respectively, were as follows (in thousands):

[illegible]

			3,027
			\$
			8,889
			\$
			\$
			9,113
			Lease cost under short-term operating leases
			334
			402
			993
			1,240
			Variable lease cost under short-term and long-term operating leases
			1,074
			941

			3,152
			3,142
Total operating lease cost			
			\$
			4,370
			\$
			4,370
			\$
			13,034
			\$
			13,495

The table below presents supplemental cash flow information related to leases during the nine months ended December 31, 2024 and 2023 (in thousands):

	Nine Months Ended December 31,	December 31,	December 31,
	2024	2023	2022
Right-of-use assets obtained in exchange for new operating lease liabilities	\$	2,080	1,362

At December 31, 2024 and March 31, 2024, the weighted average remaining lease term in years and weighted average discount rate were as follows:

	Weighted Average Remaining Lease Term in Years	Weighted Average Discount Rate
December 31, 2024	6.9952%	13.081%
March 31, 2024	6.9952%	13.081%

			December 31, 2024
			March 31, 2024
Weighted average remaining lease term in years - operating leases			4.92
Weighted average discount rate - operating leases			5.32
Weighted average discount rate - operating leases			4.3
			%
4.2			%

Future minimum payments under non-cancellable leases at December 31, 2024 are as follows (in thousands):

Year ending March 31:	2025 (remaining three months)	\$

2,318		
2026	11,913	
2027	8,792	
2028	7,679	
2029	6,821	
Thereafter	9,715	
Total lease payments		
\$	47,238	
Less imputed interest		

[illegible]

2023			2024			2023		
Lease cost under long-term operating leases			\$	2,962				
			\$	3,027				
			\$	8,889				
			\$	9,113				
Lease cost under short-term operating leases			334					

402	993	1,240
Variable lease cost under short-term and long-term operating leases	1,074	941
3,152	3,142	
Total operating lease cost	\$	\$
4,370		

[illegible]

2962000 3027000 8889000 9113000 334000 402000 993000 1240000 1074000 941000 3152000 3142000 4370000 4370000 13034000 13495000 2080000 1362000 P4Y11M1D P5Y3M25D 0.043 0.042

Future minimum payments under non-cancellable leases at December 31, 2024 are as follows (in thousands):

Year ending March 31:					
 2025 (remaining three months) 					
\$	 2,318 				
 2026 					
 11,913 		 8,792 			
 7,679 					

2029	6,821	
Thereafter	9,715	
Total lease payments	\$	47,238
Less imputed interest		(4,481)
Present value of lease liabilities	\$	42,757

2318000 11913000 8792000 7679000 6821000 9715000 47238000 4481000 42757000 COMMITMENTS AND CONTINGENCIES

As previously disclosed, in March 2016, Packet Intelligence LLC (Packet Intelligence or Plaintiff) filed a Complaint against NetScout and two subsidiary entities in the United States District Court for the Eastern District of Texas asserting infringement of five United States patents. Plaintiff's Complaint alleged that legacy Tektronix GeoProbe products, including the G10 and GeoBlade products, infringed these patents. NetScout filed an Answer denying Plaintiff's allegations and asserting

that Plaintiff's patents were, among other things, invalid, not infringed, and unenforceable due to inequitable conduct. In October 2017, a jury rendered a verdict finding in favor of the Plaintiff and that Plaintiff was entitled to \$3.5 million for pre-suit damages and \$2.3 million for post-suit damages. In September 2018, the Court entered judgment and "enhanced" the jury verdict in the amount of \$2.8 million as a result of a jury finding. The judgment also awarded pre- and post-judgment interest, and a running royalty on the G10 and GeoBlade products until the expiration of the patents at issue, the last date being June 2022. Following the entry of final judgment, NetScout appealed, and in July 2020, the Court of Appeals for the Federal Circuit (Federal Circuit) issued a decision vacating the \$3.5 million pre-suit damages award, affirming the \$2.3 million post-suit damages award, vacating the \$2.8 million enhancement award, and remanding to the district court to determine what, if any, enhancement should be awarded. In March 2021, NetScout filed a petition for a writ of certiorari to the United States Supreme Court, which was denied, challenging, among other issues, the basis for enhanced damages and the patentability of the claimed technology. On September 8 and 9, 2021, in proceedings initiated by third parties that did not involve NetScout, the Patent Trial and Appeal Board (PTAB) invalidated all the patent claims that were also asserted against NetScout in this case. After the PTAB decisions were issued, NetScout moved, among other things, to dismiss the case and enter judgment in its favor on the grounds that the PTAB decisions invalidating the asserted claims precluded Plaintiff from continuing to assert its patent infringement causes of action and from seeking damages from NetScout. The District Court denied NetScout's motion with respect to its request to dismiss the case and enter judgment in its favor. The District Court entered an amended final judgment awarding Plaintiff \$2.3 million in post-suit damages, \$1.1 million in enhanced damages, pre- and post-judgment interest, and a running royalty on the G10 and GeoBlade products until the expiration of the patents at issue, the last expiration date being June 2022. On July 20, 2022, NetScout filed a notice of appeal to the Federal Circuit from, among other things, the amended final judgment. On May 2, 2024, in a separate action the Federal Circuit affirmed the PTAB decisions, which as a result found that all of the patent claims asserted by Packet Intelligence against NetScout were invalid. Also on May 2, 2024, the Federal Circuit ruled in NetScout's favor in its appeal, vacating the District Court's final judgment and remanding the case to the District Court to dismiss the case against NetScout as moot. As a result, during the year ended March 31, 2024, NetScout concluded that the risk of loss associated with damages that may result from this case was remote and recorded a \$4.6 million reduction in contingent liabilities and legal fees. On June 26, 2024, the District Court issued its Order dismissing the case against NetScout.

253500000 2300000 2800000 3500000 2300000 2800000 2300000 1100000 -4600000

PENSION BENEFIT PLANS

Certain of the Company's non-U.S. employees participate in noncontributory defined benefit pension plans. No one of the Company's employees in the U.S. participate in any noncontributory defined benefit pension plans. In general, these plans are funded based on considerations relating to legal requirements, underlying asset returns, the plan's funded status, the anticipated deductibility of the contribution, local practices, market conditions, interest rates and other factors.

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The following sets forth the components of the Company's net periodic pension cost of the noncontributory defined benefit pension plans recorded in operating expenses in the consolidated statements of operations for the three and nine months ended December 31, 2024 and 2023, respectively, (in thousands):

	Three Months Ended December 31, 2024	Three Months Ended December 31, 2023	Nine Months Ended December 31, 2024	Nine Months Ended December 31, 2023
Service cost	\$46	\$46	\$137	\$137
Interest expense	\$11,619	\$11,624	\$34,857	\$34,872
Remeasurement gain	(1)	(1)	(3)	(3)
Actuarial loss	(1)	(1)	(3)	(3)
Total	\$11,615	\$11,622	\$34,830	\$34,863

[illegible]

[illegible]

2023			2024			2023		
Service cost			\$	46				
			\$	52				
			\$	142				
			\$	152				
Interest cost			238					

	253		
	739		
	741		
Amortization of net gain	(113)		
	(235)		
	(350)		
	(686)		
Net periodic pension cost	\$		
	\$		
	171		
	\$		
	70		

531

46000	52000	142000	152000	238000	253000	739000	741000	113000	235000	350000	686000	171000	70000

531000 207000 500000 1000000.0 TREASURY STOCK

On October 24, 2017, the Company's Board of Directors approved a share repurchase program that enabled the Company to repurchase up to twenty-five million shares of its common stock (2017 Share Repurchase Program). Through March 31, 2024, the Company repurchased all of the authorized 25,000,000 shares for \$694.1 million in the open market under the 2017 Share Repurchase Program. The Company repurchased 1,209,153 shares for \$33.6 million during the nine months ended December 31, 2023 under the 2017 Share Repurchase Program.

On May 3, 2022, the Company's Board of Directors approved an additional share repurchase program that enables the Company to repurchase up to twenty-five million shares of its common stock (2022 Share Repurchase Program). The 2022 Share Repurchase Program became effective in the third quarter of fiscal year 2024 when the 2017 Share Repurchase Program was completed. The Company is not obligated to acquire any specific amount of common stock within any particular timeframe as a result of the 2022 Share Repurchase Program. Through December 31, 2024, the Company repurchased 1,976,721 shares for \$41.6 million under the 2022 Share Repurchase Program. The Company repurchased 1,362,205 shares for \$25.3 million

under this share repurchase program during the nine months ended December 31, 2024. At December 31, 2024, 23,023,279 shares of common stock remained available to be purchased under the current program.

In connecti

on with the delivery of shares of the Company's common stock upon vesting of restricted stock units, the Company withheld 697,899 shares and 644,125 shares at a cost of \$13.8 million and \$19.2 million, respectively, related to minimum statutory tax withholding requirements on these restricted stock units during the nine months ended December 31, 2024

color:#ffffff;color:#000000;font-family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:120%"> and 2023, respectively. These withholding transactions do not fall under the share repurchase programs

deseribed above, and therefore do not reduce the number of shares that are available for repurchase under those programs.</div>

25000000 25000000 694100000 1209153 33600000 25000000 1976721 41600000 1362205 25300000 23023279 697899 644125 13800000 19200000

NET INCOME (LOSS) PER SHARE<div style="margin-bottom:6pt;margin-top:5pt;text-indent:24.75pt">Calculations of the basic and diluted net income (loss) pershare and potential common shares are as follows (in thousands, except for per share data):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.976%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.623%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td></tr></table></div>

2024			2023		
Numerator:			Denominator:		
Net income (loss)			Net income (loss)		
\$			\$		
48,810			48,810		
(132,577)			(132,577)		
(385,539)			(385,539)		
(115,315)			(115,315)		
Denominator:			Denominator:		

[illegible]

	—		
	—		
	—		
	Denominator for diluted net income (loss) per share - weighted average shares outstanding		
	72,569		
	71,077		
	71,551		
	71,577		
	Net income (loss) per share:		
	Basic net income (loss) per share		

[illegible]

height:100%">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(5.39)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td><td colspan="3" style="background-color:#ffffff;padding:0 1pt"></td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0 2px 1pt;text-align:left;vertical-align:bottom">\$</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 0;text-align:right;vertical-align:bottom">(1.61)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div><div style="margin-bottom:6pt;margin-top:9pt;text-indent:24.75pt">The following table sets forth restricted stock units excluded from the calculation of diluted net income (loss) per share, since their inclusion would be anti-dilutive (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.976%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.623%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"></td><td colspan="3" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom"><span

2024			2023		
Restricted stock units			1,944		
561			534		
778					

Basic net income (loss) per share is calculated by dividing net income (loss) by the weighted average number of shares outstanding during the period. Unvested restricted shares, although legally issued and outstanding, are not considered outstanding for purposes of calculating basic earnings per share. Diluted net income (loss) per share is calculated by dividing net income (loss) by the weighted average number of shares outstanding plus the dilutive effect, if any, of outstanding stock options, restricted shares and restricted stock units using the treasury stock method. The calculation of the dilutive effect of outstanding equity awards under the treasury stock method includes consideration of proceeds from the assumed exercise of stock options and unrecognized compensation expense as additional proceeds. As the Company incurred a net loss during the three months ended December 31, 2023, and the nine months ended December 31, 2024 and 2023, all outstanding restricted stock units and performance-based restricted stock units have an anti-dilutive effect and are therefore excluded from the computation of diluted weighted average shares outstanding.

family: 'Times New Roman', sans-serif; font-size: 10pt; font-weight: 400; line-height: 120%;</td></tr><tr><td colspan=

[illegible]

[illegible]

[illegible]

[illegible]

family:'Times New Roman',sans-serif;font-size:10pt;font-weight:400;line-height:100%>(1.61)</td><td style="background-color:#ffffff;border-bottom:3pt double #000;border-top:3pt double #000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>

48810000-132577000-385539000-115315000-71737000-71077000-71551000-71577000-832000-0-0-0-72569000-71077000-71551000-71577000-0.68-1.87-5.39-1.61-0.67-1.87-5.39-1.61

<div style="margin-bottom:6pt;margin-top:9pt;text-indent:24.75pt">The following table sets forth restricted stock units excluded from the calculation of diluted net income (loss) per share, since their inclusion would be anti-dilutive (in thousands):<table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:text-bottom;width:100.000%"><tr><td style="width:1.0%"></td><td style="width:45.976%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.384%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.619%"></td><td style="width:0.1%"></td><td style="width:0.1%"></td><td style="width:0.530%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:11.623%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">Three Months Ended</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="background-color:#ffffff;padding:2px 1pt;text-align:center;vertical-align:bottom">Nine Months Ended</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:left;vertical-align:bottom"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="padding:2px 1pt;text-align:center;vertical-align:bottom">December 31,</td></tr><tr><td colspan="3" style="padding:2px 1pt;text-align:center;vertical-align:bottom"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2023</td><td colspan="3" style="padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-align:center;vertical-align:bottom">2024</td><td colspan="3" style="border-top:1pt solid #000000;padding:0 1pt"></td><td colspan="9" style="border-top:1pt solid #000000;padding:2px 1pt;text-

2023		
Restricted stock units	1,944	
	561	
	534	
	778	

1944000 561000 534000 778000 INCOME TAXES

Generally, the Company's effective tax rate differs from the U.S. federal statutory income tax rate primarily due to foreign withholding taxes and U.S. taxation on foreign earnings, which are partially offset by research and development tax credits and the foreign derived intangible income deduction.

The Company's effective tax rates were 14.9% and 0.9% for the three months ended December 31, 2024 and 2023, respectively. The effective tax rate for the three months ended December 31, 2024 differed from the effective tax rate for the three months ended December 31, 2023 primarily related to a decrease in the research and development tax credit and an increase in foreign withholding taxes.

The Company's effective tax rates were 0.4% and 3.3% for the nine months ended December 31, 2024 and 2023, respectively. The effective tax rate for the nine months ended December 31, 2024 differed from the effective tax rate for the nine months ended December 31, 2023 primarily related to a decrease in the research and development tax credit, an increase in foreign withholding taxes and goodwill impairment incurred during the nine months ended December 31, 2024, which was not deductible for tax purposes.

0.149 -0.009 0.004 0.033

SEGMENT AND GEOGRAPHIC INFORMATION

The Company reports revenues and income under one reportable segment.

The Company

[illegible]

[illegible]

weight:400;line-height:100%">	Asia
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	18,237
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	17,257
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	47,163
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	47,982
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:2px 1pt;text-align:left;vertical-align:bottom">	Rest of the world
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	33,288
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	31,720
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	95,363
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
padding:2px 0 2px 1pt;text-align:right;vertical-align:bottom">	99,387
padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom">	
padding:0 1pt">	
<td style="text-align:left;vertical-align:bottom;">\$</td>	\$
<td style="text-align:right;vertical-align:bottom;">252,019</td>	252,019
<td></td>	
<td></td>	

[illegible]

Nine Months Ended								
			December 31,					
			December 31,					
			2024					
			2023					
			2024					
			2023					
United States			\$					
			153,875					
			\$					
			123,732					
			\$					
			365,059					

	\$	367,112	
Europe	46,619		
	45,363		
	110,107		
	111,531		
Asia	18,237		
	17,257		
	47,163		
	47,982		

weight:400;line-height:100%">Rest of the world		
33,288		
31,720		
95,363		
99,387		
252,019		
218,072		
617,692		

\$</td><td style="background-color:#cceeef;border-bottom:3pt double #000000;border-top:1pt solid #000000;padding:2px 1pt 2px 0;text-align:right;vertical-align:bottom"></td></tr></table></div>153875000 123732000 365059000 367112000 46619000 45363000 110107000 111531000 18237000 17257000 47163000 47982000 33288000 31720000 95363000 99387000 252019000 218072000 617692000 626012000 SUBSEQUENT EVENTS<div style="margin-top:5pt;text-indent:24.75pt">The Company has evaluated subsequent events for adjustment to or disclosure in its consolidated financial statements through the date the consolidated financial statements were issued. Except as disclosed in Note 11, "Long-term Debt," no other recordable or disclosable events occurred.</div>false false false <div style="margin-top:6pt;text-indent:36pt"><table style="border-collapse:collapse;display:inline-table;margin-bottom:5pt;vertical-align:bottom;width:92.982%"><tr><td style="width:1.0%"></td><td style="width:25.000%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:12.107%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.094%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.881%"></td><td style="width:0.1%"></td><td style="width:1.0%"></td><td style="width:15.094%"></td><td style="width:0.1%"></td><td colspan="3" style="display:none"></td><td style="width:1.0%"></td><td style="width:10.224%"></td><td style="width:0.1%"></td></tr><tr><td colspan="3" style="border-left:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Name & Title</td><td colspan="3" style="border-left:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Date Adopted</td><td colspan="3" style="border-left:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Character of Trading Arrangement(1)</div></td><td colspan="3" style="border-left:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Aggregate Number of Shares of Common Stock to be Purchased or Sold Pursuant to Trading Arrangement</td><td colspan="3" style="border-left:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div style="text-align:center">Duration(2)</div></td><td colspan="3" style="display:none"></td><td colspan="3" style="border-left:1pt solid #000;border-right:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:center;vertical-align:bottom">Date Terminated</td></tr><tr><td colspan="3" style="background-color:#cceeef;border-left:1pt solid #000;border-top:1pt solid #000;padding:2px 1pt;text-align:left;vertical-align:bottom"><div><span

Jean Bua, Chief Financial Officer			
November 12, 2024	Rule 10b5-1 Trading Arrangement		
Up to 11,999 shares to be sold	March 6, 2025		
March 6, 2025	N/A		
John Downing, Executive Vice President, Worldwide Sales Operations			November 22, 2024
November 22, 2024	Rule 10b5-1 Trading Arrangement		
Up to 24,000 shares to be sold	February 27, 2026		
February 27, 2026	N/A		
Alfred Grasso, Director			December 3, 2024
December 3, 2024			

Rule 10b5-1 Trading Arrangement		
Up to 11,000 shares to be sold	November 25, 2025	
N/A		
Joseph G. Hadzima Jr., Director		
December 11, 2024		
Rule 10b5-1 Trading Arrangement		
Up to 10,113 shares to be sold	December 15, 2025	
N/A		

(1) Except as indicated by footnote, each trading arrangement marked as a "Rule 10b5-1 Trading Arrangement" is intended to satisfy the affirmative defense of Rule 10b5-1(c), as amended (the "Rule").

(2) Represents the expiration date of the Rule 10b5-1 Trading Arrangement. Pursuant to the terms of the Rule 10b5-1 Trading Arrangement, the Rule 10b5-1 Trading Arrangement may terminate earlier upon the occurrence of certain events.

Jean Bua Chief Financial Officer November 12, 2024 true
11999 March 6, 2025 John Downing Executive Vice President, Worldwide Sales Operations November 22, 2024 true
24000 February 27, 2026 Alfred Grasso Director true
December 3, 2024 11000 November 25, 2025 Joseph G. Hadzima Jr. Director
December 11, 2024 true 10113 December 15, 2025

-8?20\$3;8T.P6BP^0"X99K>|9!;G3BL5_=RF|6_E3M9Z&EI7Z419-EHM55>;YV6!T
M>.)&5HU: >NT,)!I=ENW9YKL-LDTR-G .|47W*Bj;MI7M-?/-..#U\"^'.V; M2D7.VWLF@.
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(F!PL8CDX:7!G|V>ALG!(|: #X#-S+|2WPHS'LR187H9C'5G0
M*PDA,3U8Q'H(BUJM9<72*ENKXHX%5945=X?B#,YF8):PB2W16Y:QDZ6N)U=* M=C
Q?=C\$^G@JT=A)FND/KM|!+LP8-K\$Q7BN\"GD A)CH13UKA=5\"G;D6&Y.)
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MZD|W/L3\$'.02.PC-U#Nj=#\$'N<0.@LL7O?)QT75Z8OF@=40WB)A\\W&.6.|UQ
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VOB%./BZQ?'+, #VXBP>3C\$,3RZ:Y9|H|K'F8=C|SRZ901^%D'04Q./OYY
M|=-./^51B0\$QTHQBQ?IYF7OZKC/0P|WC\$|OG)\",LSLR.P+'Y9D_ P|WC4B_U|
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=#OUMC>Y.IYN0^>K8?+K8|;Q|:2;4\$R8_ /J8=?S6.L/VQ?7Y ME|7?Y6)^+BWF9K9|_J?
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MPV9?3LWPT';E?+FR;?M3,UZ6_:|NFLU|LRNU+)=1|_G^YF+U^N_, \$ M=KL|;K/=O/H5;
|C/P;7?|K^?=B7,E:+UZ;?E7%=U1_ 'V^FAOA|2PV5RM7AY M6U?|RUNJZKF#!(O)_B\"%
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<\"L1.2G0C,3HAV(E |(=N)P.V\$<\"<\"
MN1/2G0CL3HAW(M!;4&\\AT%M0;R'06R8OVP1Z\"^HM!'H+ZBT\$>@OJ+01Z\"^HM
M!'H+ZBT\$>@OJ+01Z\"^HM!'HKZJT\$>BOJK01Z*^JM!'KK9+.\$0&|%095 ;T6|
ME4!O1;V50&|%095 ;T6|E4!O1;V50&|#08U ;T.|C4!O0|V-0&|#08U ;YML
M=A/H;:BW\$>AMJ+<1Z&VHMO'H;:BW\$>AMJ+<1Z.VHMO/H|:BW\$^CMJ+<3Z.VH
MMQ/H|:BW\$^CMDX^5!'H|ZNT\$>COJ|01Z.^KM!'H|ZNT\$>@?J'01Z!^H=!'H'
MZAT\$>@?J'01Z!^H=!'H'ZAT\$>L?D9Q,\"00/U#@*|_4. KT#|0X\"03/JG0GT MSJAW)M
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MV^<|9%^5|WZ\\10H+0Y# /Z9UMO<;E375|>T<0|H7MP=RL^R^ZBM2G:G%SW#AEK2L
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MH\\BJ460U*+(;%D-BJP&15:#{JM!D=6@R&I09#4HLAH462V*K!9%5HLBJT61 MU:+
(;E%DM2BR6A19+8JL|G_ ^M|I_2?'S|Z<-WXDL_F?U|?_P902P\$\"%,4 M_\"
!0@\$9:|T%-8H\$ \"Q \$ @ \$ 9&|C4')O M<'.087!P+GAM;%!+ 0(4 Q0 (-\" 1EK29Z_ %|@ \"L\"
1 M \" :\\ !D;V-0&UL4\$L! A0#% @ 4(!&6B_,\$RS&PO=V|R:W-H965T&UL4\$L! A0#% @
M4(!&6GO5|_J?\" %3\$!@ (\"! !H 'AL+W=O&PO=V|R M:W-H965T&UL4\$L! A0#% @
4(!&6NQ.CCQE#@ HY4 M !@ (\"!>RL 'AL+W=O&PO=V|R:W-H965T&UL4\$L! A0#% @
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H965T&UL4\$L! A0#% M @ 4(!&6J=|H D \$!P 9!, !D (\"!L6\\ 'AL+W=O&PO=V|R:W-
H965T&UL4\$L! A0#% @ 4(!&6HT!Z(=@ M P 0@< !D (\"!P7\\ 'AL+W=O&PO=V|R:W-
H965T&UL4\$L! A0#% @ 4(!&6O=%5P2G# |2@ !D M (\"!7Y4 'AL+W=O4VAL?8\$ E#0 &0
@(\$|H@ >&PO=V|R M:W-H965T&UL M4\$L! A0#% @ 4(!&6FME9RMP!P %A, !D (\"!P+
M 'AL+W=O&PO=V|R:W-H965T&UL4\$L! A0#% @ M4(!&6D7AB#T-|0 \\ T !D (\"!%(
'AL+W=O&UL4\$L! A0#% @ 4(!&6IOH;P^2 @ MO 4 !D (\"!E,X 'AL+W=O&PO=V|R:W-
H965T&UL4\$L! A0#% @ 4(!&6J?AE7;J#P J2T !D M (\"!E|L 'AL+W=O&PO=V|R:W-H

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0!X;"IW;W)K&UL4\$L! A0#% @ 4(!&6N4)3S#\ @ +@8 !D M ("!DQ@!
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'AL+W=O&UL4\$L! A0#% @ 4(!&6A:N,TR: M @ W 4 !D ("!T&4! 'AL+W=O&PO=VJR:W-
H965T&UL4\$L! A0#% @ 4(!&6F\$7O8(W# 1*0 !D M ("!0'\$! 'AL+W=O&PO=VJR M:W-
H965T&UL M4\$L! A0#% @ 4(!&6E __>,Y5 P W1 !D ("!6H&PO=VJR:W-
H965T&PO=VJR:W-H965T&UL4\$L! A0#% @ 4(!&6N!AK;0! P ME@H !D ("!Y9P!
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'AL+W=O&PO=VJR:W-H M965T-P(*P\$ 9 M " @7^P 0!X;"IW;W)K&UL4\$L! M A0#% @
4(!&6E_7\5/! 71@ !D ("!l;(! 'AL M+W=O&PO"Z 0!?
&PO7W)E;'O=VJR:V)O;VLN>&UL+G)E M;'-02P\$"% ,4 " !0@\$9:W2=K"Q@" "%+0 \$P @
&< LQ \$ 6T-O;G1E;G1?5'EP97-=+GAM;%!+!08 5P!7 -@7 #EQ@\$! end XML 92 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.innerHTML=p+a.innerHTML.substring(1)}}
XML 93 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 95 FilingSummary.xml IDEA: XBRL
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R2.htm 9952151 - Statement - Consolidated Balance Sheets Sheet
<http://www.netscout.com/role/ConsolidatedBalanceSheets> Consolidated Balance Sheets
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Balance Sheets (Parenthetical) Statements 3 false false R4.htm 9952153 - Statement -
Consolidated Statements of Operations Sheet
<http://www.netscout.com/role/ConsolidatedStatementsofOperations> Consolidated
Statements of Operations Statements 4 false false R5.htm 9952154 - Statement -
Consolidated Statements of Comprehensive Income (Loss) Sheet
<http://www.netscout.com/role/ConsolidatedStatementsofComprehensiveIncomeLoss>
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(Loss) (Parenthetical) Sheet
<http://www.netscout.com/role/ConsolidatedStatementsofComprehensiveIncomeLossPare>
Consolidated Statements of Comprehensive Income (Loss) (Parenthetical) Statements
6 false false R7.htm 9952156 - Statement - Consolidated Statements of Stockholders'
Equity Sheet
<http://www.netscout.com/role/ConsolidatedStatementsofStockholdersEquity>
Consolidated Statements of Stockholders' Equity Statements 7 false false R8.htm
9952157 - Statement - Consolidated Statements of Cash Flows Sheet
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Statements of Cash Flows Statements 8 false false R9.htm 9952158 - Disclosure -
BASIS OF PRESENTATION Sheet
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deposits with banks or financial institutions (3) other kinds of accounts that have the
general characteristics of demand deposits (4) short-term, highly liquid investments
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that they present insignificant risk of changes in value because of changes in interest
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 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
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 shares issued and 71,745,945 and 71,404,216 shares outstanding at
 December\00a031, 2024 and March\00a031, 2024, respectively", "label": "Common
 Stock, Value, Issued", "documentation": "Aggregate par or stated value of issued
 nonredeemable common stock \(or common stock redeemable solely at the option of the
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 number of nonredeemable common shares, par value and other disclosure concepts are
 in another section within stockholders' equity." } } }, "auth_ref": { "r87", "r787", "r996"
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 "en-us": { "role": { "terseLabel": "Domestic Plan", "label": "Domestic Plan [Member]",
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 retirement benefits, determined as principal place of business. Includes, but is not
 limited to, defined benefit and defined contribution plans." } } }, "auth_ref": ["r1223",
 "r1224", "r1225"] },
 "ecd_DvddsOrOthrErngsPdOnEqtyAwrdNsNtOthrwsRflectdInTtlCompForCvrdYrMember":
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 Otherwise Reflected in Total Compensation for Covered Year", "label": "Dividends or
 Other Earnings Paid on Equity Awards not Otherwise Reflected in Total Compensation
 for Covered Year [Member]" } } }, "auth_ref": ["r1070"] }, "us-
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], "lang": { "en-us": { "role": { "netLabel": "Basic net income (loss) per share (in dollars
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 income (loss) for the period per each share of common stock or unit outstanding
 during the reporting period." } } }, "auth_ref": ["r220", "r241", "r242", "r243", "r244",
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 "r638", "r773", "r798", "r939"] }, "us-gaap_EarningsPerShareDiluted": { "xbrltype":
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], "lang": { "en-us": { "role": { "terseLabel": "Diluted net income (loss) per share (in
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 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." } } },
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 "Earnings Per Share [Text Block]", "documentation": "The entire disclosure for
 earnings per share." } } }, "auth_ref": ["r251", "r262", "r263", "r264"] }, "us-
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 equivalents", "label": "Effect of Exchange Rate on Cash, Cash Equivalents, Restricted
 Cash, and Restricted Cash Equivalents, Continuing Operations", "documentation":
 "Amount of increase (decrease) from effect of exchange rate changes on cash and cash
 equivalents, and cash and cash equivalents restricted to withdrawal or usage; held in
 foreign currencies. Excludes amounts for disposal group and discontinued operations.
 Cash includes, but is not limited to, currency on hand, demand deposits with banks or
 financial institutions, and other accounts with general characteristics of demand
 deposits. Cash equivalents include, but are not limited to, short-term, highly liquid
 investments that are both readily convertible to known amounts of cash and so near
 their maturity that they present insignificant risk of changes in value because of
 changes in interest rates." } } }, "auth_ref": { "r664" } }, "us-
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 "nsuri": "http://fasb.org/us-gaap/2024", "localname":
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 Percent", "documentation": "Percentage of current income tax expense (benefit) and
 deferred income tax expense (benefit) pertaining to continuing operations." } } },
 "auth_ref": { "r572", "r982" } }, "us-gaap_EmployeeRelatedLiabilitiesCurrent": {
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 obligations incurred through that date and payable for obligations related to services
 received from employees, such as accrued salaries and bonuses, payroll taxes and
 fringe benefits. Used to reflect the current portion of the liabilities (due within one
 year or within the normal operating cycle if longer)." } } }, "auth_ref": { "r79" } }, "us-
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 { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":
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 "http://www.netscout.com/role/SHAREBASEDCOMPENSATIONNarrativeDetails",
 "http://www.netscout.com/role/SHAREBASEDCOMPENSATIONScheduleofShareBasedCo
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 Compensation, Allocation of Recognized Period Costs [Line Items]", "label": "Share-
 Based Payment Arrangement, Expensed and Capitalized, Amount [Line Items]",
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 defined in one or many axes to the table." } } }, "auth_ref": { } }, "us-
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 employees of a corporation can purchase the corporation's stock." } } }, "auth_ref": { }
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recent filing containing the related disclosure." } } }, "auth_ref": [] },
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names of the entities being reported upon in a document. Any legal structure used to
conduct activities or to hold assets. Some examples of such structures are
corporations, partnerships, limited liability companies, grantor trusts, and other
trusts. This item does not include business and geographical segments which are
included in the geographical or business segments domains." } } }, "auth_ref": [] },
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"documentation": "Commission file number. The field allows up to 17 characters. The
prefix may contain 1-3 digits, the sequence number may contain 1-8 digits, the
optional suffix may contain 1-4 characters, and the fields are separated with a hyphen."
} } }, "auth_ref": [] }, "dei_EntityFilerCategory": { "xbrltype": "filerCategoryItemType",
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Accelerated Filer, Non-accelerated Filer. Definitions of these categories are stated in
Rule 12b-2 of the Exchange Act. This information should be based on the registrant's
current or most recent filing containing the related disclosure." } } }, "auth_ref": [
"r1025"] }, "dei_EntityIncorporationStateCountryCode": { "xbrltype":
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Country Code", "documentation": "Two-character EDGAR code representing the state
or country of incorporation." } } }, "auth_ref": [] }, "dei_EntityInteractiveDataCurrent":
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registrant has submitted electronically every Interactive Data File required to be
submitted pursuant to Rule 405 of Regulation S-T during the preceding 12 months (or
for such shorter period that the registrant was required to submit such files)." } } },
"auth_ref": ["r1109"] }, "dei_EntityRegistrantName": { "xbrltype":
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"lang": { "en-us": { "role": { "terseLabel": "Entity Registrant Name", "label": "Entity
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defined in Rule 12b-2 of the Exchange Act." } } }, "auth_ref": ["r1025"] },
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practicable to estimate fair value; (3) significant concentrations of credit risk including: (a) information about the activity, region, or economic characteristics identifying a concentration, (b) the maximum amount of loss the entity is exposed to based on the gross fair value of the related item, (c) policy for requiring collateral or other security and information as to accessing such collateral or security, and (d) the nature and brief description of such collateral or security; (4) quantitative information about market risks and how such risks are managed; (5) for items measured on both a recurring and nonrecurring basis information regarding the inputs used to develop the fair value measurement; and (6) for items presented in the financial statement for which fair value measurement is elected: (a) information necessary to understand the reasons for the election, (b) discussion of the effect of fair value changes on earnings, (c) a description of [similar groups] items for which the election is made and the relation thereof to the balance sheet, the aggregate carrying value of items included in the balance sheet that are not eligible for the election; (7) all other required (as defined) and desired information." } } }, "auth_ref": ["r646", "r648", "r649", "r650", "r653", "r654", "r655", "r656", "r657", "r769", "r983", "r988"], "us-gaap_FairValueInputsLevel1Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel1Member", "presentation": { "http://www.net scout.com/role/FAIRVALUEMEASUREMENTSScheduleofFinancialAssets", "lang": { "en-us": { "role": { "terseLabel": "Level 1", "label": "Fair Value, Inputs, Level 1 [Member]", "documentation": "Quoted prices in active markets for identical assets or liabilities that the reporting entity can access at the measurement date." } } }, "auth_ref": ["r422", "r484", "r489", "r641", "r651", "r702", "r973", "r974", "r975", "r983"], "us-gaap_FairValueInputsLevel2Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel2Member", "presentation": { "http://www.net scout.com/role/FAIRVALUEMEASUREMENTSScheduleofFinancialAssets", "lang": { "en-us": { "role": { "terseLabel": "Level 2", "label": "Fair Value, Inputs, Level 2 [Member]", "documentation": "Inputs other than quoted prices included within level 1 that are observable for an asset or liability, either directly or indirectly, including, but not limited to, quoted prices for similar assets or liabilities in active markets, or quoted prices for identical or similar assets or liabilities in inactive markets." } } }, "auth_ref": ["r422", "r484", "r489", "r641", "r642", "r651", "r703", "r961", "r962", "r973", "r974", "r975", "r983"], "us-gaap_FairValueInputsLevel3Member": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueInputsLevel3Member", "presentation": { "http://www.net scout.com/role/FAIRVALUEMEASUREMENTSScheduleofFinancialAssets", "lang": { "en-us": { "role": { "terseLabel": "Level 3", "label": "Fair Value, Inputs, Level 3 [Member]", "documentation": "Unobservable inputs that reflect the entity's own assumption about the assumptions market participants would use in pricing." } } }, "auth_ref": ["r422", "r484", "r485", "r486", "r487", "r488", "r489", "r641", "r642", "r643", "r644", "r651", "r704", "r961", "r962", "r973", "r974", "r975", "r983", "r987"], "us-gaap_FairValueMeasurementsFairValueHierarchyDomain": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValueMeasurementsFairValueHierarchyDomain", "presentation": { "http://www.net scout.com/role/FAIRVALUEMEASUREMENTSScheduleofFinancialAssets", "lang": { "en-us": { "role": { "terseLabel": "Fair Value Hierarchy and NAV [Domain]", "label": "Fair Value Hierarchy and NAV [Domain]", "documentation": "Categories used to prioritize the inputs to valuation techniques to measure fair value." } } }, "auth_ref": ["r422", "r484", "r485", "r486", "r487", "r488", "r489", "r639", "r641", "r642", "r643", "r644", "r650", "r651", "r653", "r702", "r703", "r704", "r961", "r962", "r973", "r974", "r975", "r983", "r987"], "us-gaap_FairValuesDerivativesBalanceSheetLocationByDerivativeContractTypeByHedgingDesign": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "FairValuesDerivativesBalanceSheetLocationByDerivativeContractTypeByHedgingDesign", "presentation": { "http://www.net scout.com/role/DERIVATIVEINSTRUMENTSANDHEDGINGACTIVITIES",

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 which is a bank's commitment to make loans up to a specific amount. Examples of
 items that might be included in the application of this element may consist of letters of
 credit, standby letters of credit, and revolving credit arrangements, under which
 borrowings can be made up to a maximum amount as of any point in time conditional
 on satisfaction of specified terms before, as of and after the date of drawdowns on the
 line. Includes short-term obligations that would normally be classified as current
 liabilities but for which (a) postbalance sheet date issuance of a long term obligation
 to refinance the short term obligation on a long term basis, or (b) the enterprise has
 entered into a financing agreement that clearly permits the enterprise to refinance the
 short-term obligation on a long term basis and the following conditions are met (1) the
 agreement does not expire within 1 year and is not cancelable by the lender except for
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Resolution of the uncertainty may confirm the incurrence of a loss or impairment of an asset or the incurrence of a liability." } } }, "auth_ref": ["r398", "r399", "r400", "r403", "r566", "r824", "r959", "r1211", "r1212"] }, "us-gaap_LossContingencyPatentsAllegedlyInfringedNumber": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "LossContingencyPatentsAllegedlyInfringedNumber", "presentation": ["http://www.netscout.com/role/COMMITMENTSANDCONTINGENCIESDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of patents allegedly infringed", "label": "Loss Contingency, Patents Allegedly Infringed, Number", "documentation": "Number of another entity's patents that the entity has allegedly infringed." } } }, "auth_ref": ["r1211", "r1212"] }, "us-gaap_MarketableSecuritiesNoncurrent": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "MarketableSecuritiesNoncurrent", "crdr": "debit", "calculation": ["http://www.netscout.com/role/ConsolidatedBalanceSheets": { "parentTag": "us-gaap_Assets", "weight": 1.0, "order": 2.0 } }, "presentation": ["http://www.netscout.com/role/ConsolidatedBalanceSheets"], "lang": { "en-us": { "role": { "terseLabel": "Long-term marketable securities", "label": "Marketable Securities, Noncurrent", "documentation": "Amount of investment in marketable security, classified as noncurrent." } } }, "auth_ref": ["r1126"] }, "srt_MaximumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MaximumMember", "presentation": ["http://www.netscout.com/role/LEASESNarrativeDetails", "http://www.netscout.com/role/LONGTERMDEBTDetails", "http://www.netscout.com/role/REVENUENarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Maximum", "label": "Maximum [Member]", "documentation": "Upper limit of the provided range." } } }, "auth_ref": ["r151", "r153", "r155", "r156", "r158", "r180", "r181", "r399", "r400", "r401", "r402", "r530", "r566", "r644", "r731", "r808", "r810", "r824", "r844", "r845", "r895", "r897", "r899", "r900", "r912", "r925", "r926", "r950", "r965", "r979", "r987", "r988", "r992", "r993", "r1007", "r1219", "r1284", "r1285", "r1286", "r1287", "r1288", "r1289"] }, "ecd_MeasureAxis": { "xbrltype": "stringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureAxis", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Measure:", "label": "Measure [Axis]" } } }, "auth_ref": ["r1072"] }, "ecd_MeasureName": { "xbrltype": "normalizedStringItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MeasureName", "presentation": ["http://xbrl.sec.gov/ecd/role/PvpDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "Name", "label": "Measure Name" } } }, "auth_ref": ["r1072"] }, "srt_MinimumMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/srt/2024", "localname": "MinimumMember", "presentation": ["http://www.netscout.com/role/LEASESNarrativeDetails", "http://www.netscout.com/role/LONGTERMDEBTDetails", "http://www.netscout.com/role/REVENUENarrativeDetails", "http://www.netscout.com/role/SHAREBASEDCOMPENSATIONNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Minimum", "label": "Minimum [Member]", "documentation": "Lower limit of the provided range." } } }, "auth_ref": ["r151", "r153", "r155", "r156", "r158", "r180", "r181", "r399", "r400", "r401", "r402", "r530", "r566", "r644", "r731", "r808", "r810", "r824", "r844", "r845", "r895", "r897", "r899", "r900", "r912", "r925", "r926", "r950", "r965", "r979", "r987", "r988", "r992", "r1007", "r1219", "r1284", "r1285", "r1286", "r1287", "r1288", "r1289"] }, "ecd_MnpiDiscTimedForCompValFlag": { "xbrltype": "booleanItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MnpiDiscTimedForCompValFlag", "presentation": ["http://xbrl.sec.gov/ecd/role/AwardTimingDisclosure"], "lang": { "en-us": { "role": { "terseLabel": "MNPI Disclosure Timed for Compensation Value", "label": "MNPI Disclosure Timed for Compensation Value [Flag]" } } }, "auth_ref": ["r1091"] }, "ecd_MtrlTermsOfTrdArrTextBlock": { "xbrltype": "textBlockItemType", "nsuri": "http://xbrl.sec.gov/ecd/2024", "localname": "MtrlTermsOfTrdArrTextBlock", "presentation": ["http://xbrl.sec.gov/ecd/role/InsiderTradingArrangements"], "lang": { "en-us": { "role": { "terseLabel": "Material Terms of Trading Arrangement", "label":

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 which it may earn revenues and incur expenses (including revenues and expenses
 relating to transactions with other components of the same enterprise), (b) whose
 operating results are regularly reviewed by the enterprise's chief operating decision
 maker to make decisions about resources to be allocated to the segment and assess its
 performance, and (c) for which discrete financial information is available. An operating

segment may engage in business activities for which it has yet to earn revenues, for example, start-up operations may be operating segments before earning revenues." } } }, "auth_ref": ["r946", "r1152"] }, "us-gaap_NumberOfReportingUnits": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "NumberOfReportingUnits", "presentation": { "http://www.net scout.com/role/GOODWILLANDINTANGIBLEASSETSNarrativeDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Number of reporting units", "label": "Number of Reporting Units", "documentation": "Number of reporting units tested for impairment of goodwill. A reporting unit is an operating segment or one level below an operating segment." } } }, "auth_ref": [] }, "ntct_NumberOfSubsidiaryEntities": { "xbrltype": "integerItemType", "nsuri": "http://www.net scout.com/20241231", "localname": "NumberOfSubsidiaryEntities", "presentation": { "http://www.net scout.com/role/COMMITMENTSANDCONTINGENCIESDetails" }, "lang": { "en-us": { "role": { "terseLabel": "Number of subsidiary entities", "label": "Number Of Subsidiary Entities", "documentation": "Number Of Subsidiary Entities" } } }, "auth_ref": [] }, "us-gaap_OneTimeTerminationBenefitsMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OneTimeTerminationBenefitsMember", "presentation": { "http://www.net scout.com/role/RESTRUCTURINGCHARGESNarrativeDetails", "http://www.net scout.com/role/RESTRUCTURINGCHARGESScheduleofRestructuringLiab", "lang": { "en-us": { "role": { "terseLabel": "One-time Termination Benefits", "label": "One-time Termination Benefits [Member]", "documentation": "A lump sum payment to an involuntarily terminated employee in conjunction with exit or disposal activities." } } }, "auth_ref": ["r955", "r956", "r957", "r958"] }, "us-gaap_OperatingExpenseMember": { "xbrltype": "domainItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenseMember", "presentation": { "http://www.net scout.com/role/GOODWILLANDINTANGIBLEASSETSScheduleofAmortiza", "lang": { "en-us": { "role": { "terseLabel": "Operating expense", "label": "Operating Expense [Member]", "documentation": "Primary financial statement caption encompassing expenses associated with normal operations." } } }, "auth_ref": ["r17"] }, "us-gaap_OperatingExpenses": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpenses", "crdr": "debit", "calculation": { "http://www.net scout.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingIncomeLoss", "weight": -1.0, "order": 2.0 } }, "presentation": { "http://www.net scout.com/role/ConsolidatedStatementsofOperations" }, "lang": { "en-us": { "role": { "totalLabel": "Total operating expenses", "label": "Operating Expenses", "documentation": "Generally recurring costs associated with normal operations except for the portion of these expenses which can be clearly related to production and included in cost of sales or services. Includes selling, general and administrative expense." } } }, "auth_ref": [] }, "us-gaap_OperatingExpensesAbstract": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingExpensesAbstract", "presentation": { "http://www.net scout.com/role/ConsolidatedStatementsofOperations" }, "lang": { "en-us": { "role": { "terseLabel": "Operating expenses:", "label": "Operating Expenses [Abstract]" } } }, "auth_ref": [] }, "us-gaap_OperatingIncomeLoss": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "OperatingIncomeLoss", "crdr": "credit", "calculation": { "http://www.net scout.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_IncomeLossFromContinuingOperationsBeforeIncomeTaxesExtraordinaryItemsNon", "weight": 1.0, "order": 1.0 } }, "presentation": { "http://www.net scout.com/role/ConsolidatedStatementsofOperations" }, "lang": { "en-us": { "role": { "totalLabel": "Income (loss) from operations", "label": "Operating Income (Loss)", "documentation": "The net result for the period of deducting operating expenses from operating revenues." } } }, "auth_ref": ["r142", "r941", "r1151", "r1153", "r1154", "r1155", "r1156"] }, "us-gaap_OperatingLeaseCost": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname":

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Securities Adjustment, Net of Tax, Portion Attributable to Parent", "documentation":
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 credit and revolving credit arrangements." } } }, "auth_ref": ["r107", "r1142"] }, "us-
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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." } } },
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and disposal activities, include facts and circumstances leading to the plan, the

expected plan completion date, the major types of costs associated with the plan activities, total expected costs, the accrual balance at the end of the period, and the periods over which the remaining accrual will be settled." } } }, "auth_ref": ["r384", "r385", "r387", "r390", "r395"] }, "us-gaap_RestructuringAndRelatedCostExpectedCost1": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedCost1", "crdr": "debit", "presentation": ["http://www.netscout.com/role/RESTRUCTURINGCHARGESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring and related cost, expected cost", "label": "Restructuring and Related Cost, Expected Cost", "documentation": "Amount expected to be recognized in earnings for the specified restructuring cost." } } }, "auth_ref": ["r386", "r389", "r392", "r394"] }, "us-gaap_RestructuringAndRelatedCostExpectedNumberOfPositionsEliminated": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostExpectedNumberOfPositionsEliminated", "presentation": ["http://www.netscout.com/role/RESTRUCTURINGCHARGESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of employees expected to be terminated", "label": "Restructuring and Related Cost, Expected Number of Positions Eliminated", "documentation": "The expected number of positions to be eliminated as a result of restructuring activities." } } }, "auth_ref": [] }, "us-gaap_RestructuringAndRelatedCostNumberOfPositionsEliminated": { "xbrltype": "integerItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringAndRelatedCostNumberOfPositionsEliminated", "presentation": ["http://www.netscout.com/role/RESTRUCTURINGCHARGESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Number of employees terminated", "label": "Restructuring and Related Cost, Number of Positions Eliminated", "documentation": "The number of positions eliminated during the period as a result of restructuring activities." } } }, "auth_ref": [] }, "us-gaap_RestructuringCharges": { "xbrltype": "monetaryItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCharges", "crdr": "debit", "calculation": { "http://www.netscout.com/role/ConsolidatedStatementsofOperations": { "parentTag": "us-gaap_OperatingExpenses", "weight": 1.0, "order": 5.0 } }, "presentation": ["http://www.netscout.com/role/ConsolidatedStatementsofOperations", "http://www.netscout.com/role/RESTRUCTURINGCHARGESScheduleofRestructuringLiab", "lang": { "en-us": { "role": { "terseLabel": "Restructuring charges", "verboseLabel": "Restructuring charges to operations", "label": "Restructuring Charges", "documentation": "Amount of expenses associated with exit or disposal activities pursuant to an authorized plan. Excludes expenses related to a discontinued operation or an asset retirement obligation." } } }, "auth_ref": ["r6", "r391", "r392", "r1208"] }, "ntet_RestructuringChargesIncludingForeignCurrencyExchangeGainsLosses": { "xbrltype": "monetaryItemType", "nsuri": "http://www.netscout.com/20241231", "localname": "RestructuringChargesIncludingForeignCurrencyExchangeGainsLosses", "crdr": "debit", "presentation": ["http://www.netscout.com/role/RESTRUCTURINGCHARGESNarrativeDetails"], "lang": { "en-us": { "role": { "terseLabel": "Restructuring charges", "label": "Restructuring Charges Including Foreign Currency Exchange Gains (Losses)", "documentation": "Restructuring Charges Including Foreign Currency Exchange Gains (Losses)" } } }, "auth_ref": [] }, "us-gaap_RestructuringCostAndReserveAxis": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveAxis", "presentation": ["http://www.netscout.com/role/RESTRUCTURINGCHARGESNarrativeDetails", "http://www.netscout.com/role/RESTRUCTURINGCHARGESScheduleofRestructuringLiab", "lang": { "en-us": { "role": { "terseLabel": "Restructuring Type [Axis]", "label": "Restructuring Type [Axis]", "documentation": "Information by type of restructuring cost." } } }, "auth_ref": ["r386", "r387", "r392", "r393"] }, "us-gaap_RestructuringCostAndReserveLineItems": { "xbrltype": "stringItemType", "nsuri": "http://fasb.org/us-gaap/2024", "localname": "RestructuringCostAndReserveLineItems",

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S\N^+/+ 3 /1 M9)\R- T<4X-D^AJ/'|%^LWT|^E+/BS-.Y\,"@-D2,WC MF-I\$A (GJC1|4/-+C-
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|?'*I,K**+>Y&>2P4LKfyGJ4&3;W
M%' +6BAZ=+_P0Y;V>X/3A1*/.*O&2A^9.(O+)^Z;I_.E.\53E"NW6MM:"MH6>
MGER|= @'K'E>O7+T>#G*0ZO2&>H5M\Q"/H1G;:Q:@4-H3%MY| "Z+H_:'I6Z_4 MU|>=

l_&]2W7MP>\$G/FFOJ7)+>/ (P_ ^)1(N_DS< ^/7H%*W)%6W74*_WACI7 MM%S1,J-
HSU\$T%KYZP< ^%N %7JERI-CZ6J3ZDCC\7IS(3M)V M<&"KG?
G(>XU<:K#.%2S1NTYZSA&NN<51XJWNA7'-VP7-2_&A#+CN94?WJESW
M=D3WJD2V_@?.LX/W_5F77/\$R=A\N3JIT(3IN\$,4'6JW!+6^H*@0^U*)YH/QW:K'IU"A'.7?
>N<'QG!TDLINA;
M>^>SYO*]GQA^)M&TT7R0A+WTU7#G]\$,A\c4B!FLD0D6W/EPI0H^] \$ MH,@F#
M2>BBF R9W Q3FA_RCI*'R'5< %+HX6F]-Q"!O9I2BA)I-WPL> U\$X<I"\$GO2Y MP^&S:T-
YNOA\1!;\$"ERCY@K3K8(@<# 'T(V!)E%VE^]>8\H&\CMB>2V2??HY&(1<#-
F5PPM!>;U;F9'99.@/:UI(R M33CS7V%LH7,R03 .CG::8V\>&&F,/WEJ>XX/?
*W"\TVHPGTS"343JM;E<7/ MTFJ5-=3E(7F>EON:V/?-NA+P1NWE6W<5@1
]=UV:"J=HP1 B,+7>:.\$-H)B- M0Q\DDZP?/Q&1\FI!\ ?\O5B-HUZ*+ /<5^]@DF!J%W-
Y)M*F)K #&!.#TA3Q8] MHJGB(0CF"BN6=0S71%&@>
<%/X%.SO+)^U1O@HJ,4B66I^Y@N4=\$&8XRFGL9 MS:-
YI2EJ.LI: !2ORQ;3GYD(BRV)+6OA:ME2-=M%U#3(/ISW3R8ZG\}WNGS"RJMEC
MF"4!4FJZN)X' _Y+%RG/@EV@ _0V_P.(!1DUOXA%DP"\N* F' _AIA_ ?]!4[S
MVNX\$%D#X\ P%[+ADR_9V88^]3](M) J&#)G\02;3 T:Z?H+3/X\$]/GY,3P%# MXU08*
(P\G7FVHA*3*Z0::V%..30\$&@0^P8D@G_6%Q618 MN ! =,;["8'.N@'\W\11\69"]U;A5=B?
60EV6AOB5D]-I%!1M!ZW\$8&/D0QAYF%3@(X1QW M!*8V U:'I/GC,+@B78=WTC\OO]""%
/5BA),"TR(>=\$A((!^ ^4JSAV)T=
M4@_1Q'4:.)!-9@6/POZS&P9^ ^C!0HAM\$/&W\$CM,Q\$7&@H@W_IN1P:4=MBL> M4
FP#2Q(Z,PR^ ID4AL?'X\1*\$5]1C1P0HN\$1,ISK#\%@ S73J%ZS;OJ" _MD\A;R(?
1H@ @VR857(E-T!&E+8\H3,9.&=(*V&]K)\$W0,!B^,>\$591WEWZ^A M-
PD/9\$;V*0Q6!35"6/G@9"/.700_YI7>FQ-F DAP1>GM8_ ".%\$#!=G:AR)0#-
U!Z*IGK02;AECJUKIWIA12W#NRB.Z"(=HS^ (V@^ \$
MX(%80FAJ/"03^I@W!;C@J+/S'3!T4+\$I^A:6U&6D4-M^81Z;;) ED@3AXJ-I
MPK\$%BV>ZM%'H 6IX%'8 MD\%D8I'Z?G2!%NCR3%<[*@;I"IX6)Z*VED>P\DP7@3=
(" ^+U6FRU?/M)?>'Z M\3 MFD3X=/K+1UCV/?1ZZOKTC?2FC\NK
:P;JWOSP+KTZVQ)L:R^J:NPJF0) -F+
MM\2Z5_H#2ZFEU;TL\ P>J4>11FS_7U1H'9;WYJ+T7FDYEJU3^Y\Y(-@L48.G-
M6HA"1(2NTTO--O>98\ >+6:AH7Q"- (2./:0J%B/'NYD)\+Y^0!1-5'I]A^/ M84 \MI-
LVB/ZW\=6(>LLBA97W\U4W#C=;-&)46&%1\$6>&\$Z\H*TWTK+7>\O M-[C2'+=MC-
_F>.FL^MKXG9<\$1\$PP&B6AX45,FXSOP/B569?FS;INWX/_L<^
M:/!"H\HP"T2QGI&WY/9DC"PS9TEHP41H<@KX./,=^.=B
M#HZS^!R%X2NAQC^0E^">D(9/B5O\ \$I_ZR=.)\$]#40'@L\$1=" %4P%!SSGT0F4
MDU4M4U0"JI";9 <1]*O_-U#AJQ#&M*!!L;4FOB^8JHL^F3OP;AER!YB\$>)-QWQ\6S
F;^;@RJM-S3U-431"98:YA8IJ#I,J!IE MK"-?0%/4+P)C(_0.A)AXUEZY1C96_JVJ-7>
M:GV\32#64'6%XQFPRJG< 5FW94W44+844;(J6X#< M-RH*!3"U?#@=D'E\$#IR4"Z?K-
7>*=M2O4]*^ \$FDH*P8F\$0--U.3*\$0+N\!&' MFRWJM IN+(H;R;J\#++?4\6F \S#+-
17G4\$%O%4 MI\!#3_*S.+LS.-20H3 K>-JFOXBI?"9\I#P;YI>M)OO""TI%\$/4JF\N'&"&-X?
IP M9! <#43-K+S"LV4%LZQ0KVGQ&RC,X&\$40:TJAMU),#J!DCO5;>%NB\;V3,4I
M;A\!6_A)=>C'\1C!+*6E0V3>(@#43<51D*'/1\ P&S%.H\$ \$#:B)26NV);= M!:OUMR!PH*
5-U9WU*13 I;\$NB\UAK#=8HFRS .U'83-%KVY*VQ@FT\4)44T MEC T*IM MSY^;I-
MWH6BZ:X7MIJ.P(8H4QLCLAIVUI\$DSU!63E;@7-T(7!2C*H#@5)@D MZETI%=:B3-9_
;K?#\$+6*%&ZXECQZ7=&&Q1*UBTI_@.I-U1\$V=!\$0ZO+TF81
M3Y=+%I>L'5*2RTJ6#))%UE51E>K* 6I;-C)I):J_N>C!]>8%_N\BP/XCZI?I
MBP"YD/'K1H>F # \$6.*02'CA! K&ERA6L;ZIR7')T1Q *G):P\N:XV*V.=9&P
M3Q/W'T\$P8E9;H)>:2BWBL02L34\;X:=6;8+UC"[26&QVY&B@4+8U4<6"HC
M_G\$-2P:7AV*0%\2;-7D0:55A'2)E2J\1V"D\$;.% "2VY\@0GV&F/4+Y)N>.J M-
P'ZAVI25\^&9FIQ !!F.69+@C"&M;-WM 8L)(%Q1S.CI>\$^!G\2=J6Q4XB,B <\$MA-
@LCE67Z]=USD%_C_NG&X_..JE.S MYG4WH\; I U3\$PVS0T*I#JBB;0?W
"CH.BC)HLFCNH??>IX\$(85\$;!*"E>(^ M"[O2W("NI:A/54%1;+:LQ+3KWMH1V!P%>WY
M0F+T/"[GH2AR1RYV=C9%3(EVC5,U5FIO&-M:4>J6TU9\$AN35SHNQ\7SV\H*K\ID;#G1-
E&L\I%^,12TPLWE6 MVQ\@!H?_) %54U+J*E;"5SE;1%G?I7WMQF.#UR-
UL@F>^<[XXO2DT M+8F\JO"= (-#N_&*,10+I.75U\7!6KV%@J<&Q1>AW-
1\I\$4>M3>4^E).B&SM V&"0N\$9'G=:?:5HNEIQX_6(">6FS\X><0+7 MG\HFU?
TL69\$10">J)B\$4?M%9\$H^#D
S)*69ECF08:U&R>)A^8'V\%9'+\NI8X0A\$(P'I"L1:B#MNH/P^DW% L M?,\$V?GK
8>J.JK(H*)*B4: ?H.PKM?+G6Y:XH\ _+VQ*V6@8M-4*V G462B"C MZ0W_V^F(BL?

&=FZX_O AXM!5<2.S!IVCL7S@B!#X%=RN[99#NDK2OHXLK2C MT[5M9=YQ--
SEXB[77ERN!3O6]&=DJ7Z'J\1T<;F4FF'BT7+=.8\$Y@WN0&/8 M@_ ^YQNT\3ZH
IZ%:LZJ*AFR*LK;^D4G-JWV+T8Y#A^0)XDZH\D!4I?52/"M. MU
X3*2)S\A[Y4YMQ8,G,^9G7LF:Jr%+5%\QXGEPK_60)TBV@T.F M*P(CX#B";.0S,E*@,//*
()^4Z)ZXOV&CBQLCCFC)I,-I65;XF&*D (f\$MD:\O/ A*TD3PEM2Y6V-A*@ M?
5R(Q)B/B*\$IN+2D"#J5MWM?CBEY:>6K\T7BIN5:O@41%&FY'MVCEI)"HU&A
M42KG|',KE3UH;>_FL5=H06!.U(UC;3'7U-;+?8A1E(2OZ>:+@.)BL9ALMH>* MQ=A!%
(NYZ0%-")N\;4IU:G3E_E_V8/*18+D06\X@(+=BBA;Z^GS F*1G?4'
M7NNCH\$;ZI9HR8HHY337;A"!;5"/179^L1O:O1ZLM!?'T[N0X\$UV.P- M91%.?NF#==?Z/?
>JVRXA+>9=;1BR*(9D7=1R^D ='-\$'X%*_6_2I'3QR;3=^ M#P4=\$;G4\$3 *?
3*3(ROG6\$V\1F3XY+=5&;G-;'J1D72!\%|2NI>5%D4BYILJ M2H-
UCJXJ'!GNG7.J!Z0!.W2%\$74.MFZ1I;8UL%I/8,HYR@@|HVSCSCGXJ'+
M"TKGTO("11M%79%\$O;9^E;Q|3R>PMT5WUX |*.XHFI9"%OZZ.L"S5?+@C26D
M':AH30-C6\$44>T%JU*DDSM5"3V<('GP\ (O-U62.-4+^O4'Z=\$87%:_Q<^8|M-
6@FK3=41-G0(%VSWF(L-;"U(:^&RS67Z^;.*=4CUSK(M6|HBBK57-.K(:FF
M)LF'&)\$73C<.%DH|/*'PT?7IJ|5E:: (Q84-8-T!D:1M"%&I;C+&;AX0?XK
M9&7I00P&1@B%_@67C.PQI!F'(:TU'8|QA \$XE'0TOC=R?>3;+G4VR0>T+DI_-
M>?|D@0S9RS6E;^AD@+1| &'X:8@|!%LO'W^Z3CR>PG?AQHRITOP6|\$ &D<2;
M;V&%QLK*;M+"3Q@M"(2+5\$FR!_:#X^@/FF7JEFJEB9;MHYT(R(:D2A<^O9FX6!EV.>+
M\GTWDVK@1U;7FES _"S>7?I\$7P4)>89#*(|?;\$RT.AE_NFMD.FA| ^S/XH>/ M\$|D|EJ'
ML,KKY7KQ8GL)D.4LBC#YGI|/# MX48%:E\$HB@;=6VJMV!;G L,2W,K(S"#Y@7&Z
TM73155HX#"G >0|K8>1#1XZ4A M3Q_C@/^I8|NECPE5/,V.+SM;5AW0/I>C.;TIO9Y
C=J|J XZE!G"H5,TI:@: M=* TK2XJ.BM|M#AT#IB%4PDZFM0;;K)H2I5;!7'H, B=+?DHU:
C\$^B8HL0, M='BB"=|*YYH4@W|L/DJD167;^|W\$3K;,DBJ84?M#1535(VZJO-
R|#"%"G2UQ M\VK8T7I#2Q:5ZL<'.'98Q,Z6G(IJV-%|0|,2I:YU!6U3,H>|*'F21W|2>JH
M)B<#XM<,Q\$|HG7XIB,SV1K54&<0U*GB0*F<;L=1URW4I1-TL.>@JC4>%N*H
MZPCJHKG5I<%^A6JT)>?L&%(G?@N#*(F83!RUPJ(E"0CEIFMEBEE,8WE,1E
M)4:7H!*4+FI2Y6/00*53MT"WQ2BM CHXQ&9HHJ95M@XXZ+H%NOUA3H%-10UZ M-
7/,<?, ME,XI+>)G\L\$Q,|BCR@^Y01%&H3VF31X=XJ=|P03:K_"\$D0I'15.2GOG.ESE!
M+U+|5'K-T7I#U1-G6E@X))2CH*@|56:DK MT,2QQ!26MAZ.!5)JY?
6:'|I@\$4A;;+!:@611(FU)8UP(#\$%I\$/A
M:\$"W%V51,^NJ4,2!O!20MEA|2))!B19HF14#J7S4V\$I'%@'T.C=3#ZD//D
M^FX4A|0C^FZ6WY\$X1=L2-U*J\$O\$X6Z+IKC*B\$!E1B;)EI:HB=|\$/FI%1,YI4
MBB99JKQT M&&=/ 1G,7XBB(A@)R/XS<4/L"*X?(_1??"P@*((QQ\$/'I8V#?W8CD\7*1R,
MSC+Z7LI(>T:I6UIJZ!;..)|X-9|.(FJ#>;A/1,\$^C"+J/-|<340='E F|)X0 M3;U#3=DXH+;;B?
M\$E)6F0UD\;-A,LF <)>G:CYN6,F-^"J)0T:+5)_>(6030MCW= @JL"+KT + \$&5F
M2BIS%!UR+|<>\$ \$Y.F4@6@,>G.LDB+;MX=:#(H,U5714 ;G?D.L+! B.^TS, M=)
<8Z9ANX0H/240NCCGAPKH*Q1V@+(G'MPP&9Z|GC*1ES#V3->>'^\X'-?=J M@)#%
(=1H".T=0;;\$=\$=0V!+VKU=(KA*'MMIXI|X9J;@NH|VV.X;6D)'RP5NF(M5X7?
C^\$WJRF5I;.6%Q38,8\$BW18OTLVA5!9@K X|!%1I.F77LUAT3|J/NWW# M3NL-
34,196WOE;HYJM|N2UF:770Z;WA0))K3;<'^B:K V_\>&'0LVE;P=/ M6'CG\$2?D03
*@Z>I-10XE2*41VU*%+5B4^KO\$MPW!T3-B'S)=:4>,F%+!|K+ M-80>;
(SJH7I0_9.)!2E>K^*67+ZG\+RNW5 M<1R;|HNRB*(M>P&UH0A*
|8FRQH_O=!)%!P*1TAN:HFSP>D^=!&64'UM*%)| MPX%H5=\D8C"-I#WV7>;P'-
DYL')>_E8++Z5EMG5U%?BS|)S2,J'ACS0ULLR M%G?
Q^0\$,)D&TU<"K#T0Z@\$B1JL0H.8B8!-'A, 2|?;*.DSC\$,=1R#&TU|^H#
MD0\$@TG(J>1X<1\$<50+O>')(^LD!>13MOTVX.T'=1,%)'>,"MY;9&VJBHJSI
M00?/I.>.|\$S>|?;.!TI5F|H6*SXRQPLATS*K5/E*)+4&T(J5^5BP1Q*+)\$I
M6ZYM2;VC2')O:\$JL;|D*)B M|/T 8B,ILS4>!SOKJ<)(A "-KZSO,/'^0.235
MFH):#WR@;.*H:W653.088@I#6U-0ZP\$1E#4#965EA;\$>|PO\$1-8'&>O=F M9N?
*!7/T^/O^YMA?;#%Q"6@VKENBD(LGZ%FBJS)N|U<1L !%Z7=35*N>\$N9AQ,6-
HXO09C:@F M9|'E*^NB*K.^\$W8,^P>IM;HYV<4N3;DP"^|G\
(\$AT(T1N%:A8L2*5\JX8@3 M) \>/@K%4IX;&N6MQ3+#0I0 !UONZ3*JEJY0*%/9A|;Z?
HFVD0::Y!S-Y0 MZ@_6MQ\KIR%N84E#04XN5,22Q26+ MK9GO)EGU"i8B|89ZOY)
|R06+"Q9;|H-L/2;)0L2(_J#&O(B|BM9Q|!9^;9' M^<7UDA@|M?B410L/,\$>BTN&H%NF#
_B%&8;R|(!'/<.,E=#EX&\3^ _JOITA M!FIE#XY+)< UOVL-P1 J^QI<0'@
L"/V_2&!.B5/2*V*DLQ#>A_TC^(6X/(MJ- C)A-|>B*I_Y,) 1)'7(A^D(240NSZI+|W,/?
RU9>>[9 M"R?" T1PCJQ>|L85(54/91-W\KF+-4U5\G3 PZO1W1!B*[GJB8+EI7+SE &

MO:\$AUY'?SXX!Q>%5IB#:.?N%E4'A)O,M19^'5)+I,BBY=YR5XNXJN+8?<|@LO
M*X47,\KK&.%RK*L:FD[K'O["LS-+/2P)EEEE4J5H*:JJ_J*JO*0/8#!U@-M!F=M
)K,CDYP!:@%6+/X4NHR.CF^&,77;D9G;0:3ZS(!:P(8-3L_Q.C!P^1?MQWT>?
B(_JH0N&CZ|,.*FT9"#:;&DF.'Y|E">SZ,L8!LB+HC_Q4"\7X0DZ>#MH4@&
|T@'D/D"1,4QD(P\$N(QCB",|L.C10AB^R/71HMDHL)V,,07JC_HSV_MJV3(7JXI?4,G
YP\$D0LL.PVQAV+W&7_\Z3KQ>K(A1M3.I)*\U00_QD\$@=+&M6UBAL;I,C<6?,%K
LXM42;('H/CZ^:9>J6:J6)ENVCG1S)#G_"SD\V4WC
M<#J#"9&KDX<0HS|.T(A,\!1Y/!%K!&AG?I\$S46).093AN&^\'B>,2
M'JR/M>81686TV/CAM-//1ZZOITM#/2FC\OZ"5ZPLAS3JZ5?SY5<7TH57183RMZ-
>&*W"7%%/ME,AX+(:#3DO#K/MR+.&YG<4NY|P38&MOU109?%(
;R1!\$>#W85P4(G"&6Q559\$4K:X);TL#ZO+1U*L:H*-TX6"J#*9C_M2(+D-
5EYB2VV:K*JO"8KE|N2AB#-5E57I.5R|EQR|E!Q(S79.5B=MQB=I":MK"JOR+P-
0C)R_WS)RQ;|_>MPO2|Y|YSOV<(6A^Y#0)(7|X:1Q\1Y"XK9&P|J
M:|!#*@%W6<0!62GM<2H'2/_D3S.|84G%/Z!8^\$9>0E-ZW;|9YP9MMQKZ|+|MA|
|C7L@|SAYQ_M>*L8|SBYLA7WBAY@,^"_LI"\$*'+T7'I'K1R*M|\$L\$8=:5
M'GK58YI<^|O!_5|?LS&^'O@_0%_(P.\$:-FU?X?M)'1C%T=GH1N1K|Z0/_W'
M&T*7P"&.:\$_=0C/E|35>%I:~D>#NN:Y0+W0=6>M|%R8F(K6&Z|/1\$"^4O9N
M10.O!YH7W7#,PUN(HPFV(:+BO:X<'N(1%':TR-2HR^/M@#@,W%U@'VDL:~W
M\&7TACHK-6LXRFI%&3L@,XD28\7|Y"!K9A/ZD'BS>D-M/= .QK>6-VQ'HN|B
MY%&/SJ:~WY:(1Y7"6|6R7=HN<%6MU+-GY'H0,!P%840D9T'***H89=:F:L5J6-MO2VH@-
_UJ!|"S-TC0.4ZK%T.TV|!E#F4*G68RQRES*/TL(;V'@&K5K2W#X'5
MXTJEV|SK2"CL/M,LNQUW'4BOB=?/!,3.X0Z=4<_+F0)N<|4Q"
M|PT'ZPZK6)8C3#!D0!@BY2S"(MW@K+B_>TM3708,%%)9IY!MZ9C3-*BT?
=@R=Z6%\$&-0=:~%+MR4|93.GAM;3;1=="4|OI@-!Z_M0S4G!XKK+^80QJ"5\Q:PY-
|0U!A17SQI=;C*NH6CAW!HFKIP-'UGLCJ^K:7_M.&G;5G^U|_
/_Z4M=O:GK1VXCGU5T^BIBM9@M/H!(!=7DS|H-A8*#5WO#=#0?U_M,
(FK58>N06V+G+\$WD*M:=2IZ;OXP3TZM6AUL7VQ\;|T:D/6*YW%U\$E|)%2V/M
M%5\&47MU5:CC^&(*7RS_RR1+D<+|O|8%7Q6WQP\(+*LWU!DH:~S33=OP/%\
M4^8V\$JA\$K8F9#Z?<-J:;&|"~RVFGR%:N"<^+:N\N0\$ZHE*&V3%T;\$1R:|\$*3_MC2V,G3
*A|*M&G9A.3S9A6>C%O-J%3;DNM\#(TKME87K5*_L6NR=G@KNE!V
M=KGJO@;D\8F26D-).B;6A9JB)5W#ZJ\$|LZMW.#QAZ;ZA9=07F.|9Q>'!S><=M
3D@@-1KJ+O"L<@N%@|E*^\'(08-VD6F#3CR&NOMIM+F\$95S05\F:>*N\$|Z0
M0\$OPZ5R.MJ5'_03JD!|:D@>6HX+F=5)*>@:0M6^(AK&>0U7).Z^!H0T%EKA(
MLQ%*G8,M|S|9S"GTW"|!IN&"#S3^,4WX7S@+|(|3"1|>GK|;RFML?'B*M|?'6\$V^/_(?
R6S%_P@)D|'(?G8%UPRL<0><(\$A>F!GS&.,,"&D@|%V!%&MKH|VR4713'Y@!9!|"^?
>U@@0_9R3>D;AG@)(A'.#\$FI\$/2YB-PY:*C%LIHKQ&N,U?GC)FKPS@Z26+A|C8@L1*)
MU.-F:6!EV.>+GTW\$V-@P%T@7X>+/Q(U?F9_/NTN?J*H@(<|P_M"
PBXU!W8|!K9%)H0<;9|L_\$8CFGK#G'|X*%0=&TCP'0
M),*GTU|^FXT|=#KJ>O3A|*;/B|/\$U3"RKI&IYU^/=<6?2G5&%E0/'MS|G6?M?/5A_7-%
|@,.)?=F6S>0W'ZOI!ZD\N'=+Q|QFZ*1;TN,08^%|,+5R%H>P<"BHLB@HDK+JY4',(E\###?
(44!C\7,U882*/8)4N^7&F_M_)W3V?RLW/DM1&.4;=&8=3.F>GGP^(\>'H*_17^000?
AC^(XC)X(N4H2U" M@TVZ9D;3DL|K!4W/R%@ASH,\2M\$;1"9RZ=/?S!\$C_7;C,CUP;R@|?
MXAB12QWA_H4^F_M?.K5E4D&^3N(H1CZ0I5C.BC3/68&*
ZHJ#@Q9U*RZZKHOD73VOI&J_M_0*0-
9.H>\$I9Z>FW4^|R|L4&Q_:6/0<4FA+P%,I<+\$A8@+T7\$*D5%>B\$JF
M6\$+195%19%&1N9QQ.3M2.3/W+F=0|4&45-(U&?2&UFT|(&H#
(X%B%S9'X.R+W>4Q2IXE*4&M0%\+<2!KHE*7M|(-M+FOR+)I&E;~<7-
2XJ#\$\$U*2MJ5M4PT"!@441\$VW1+5Z_M_T|>I*D6A%S-^J_MU->^2\$EA?
C^_O\WWWZSKYQY6!N7ME8'HD'GEOK*+@B7U
MAIHIFG+E0=K(@B@6!^_|X#Z>U31>5""57+R<^Q_SMQ@PBEIDTA&|LX
M.@O=B'SUA?SI/|Z0607.O'|N@J#9L--T%C":C\?B|H#?>-V(>@JTP(^A%\$M-%8LE-
0L\$0ADYHT-%^I*N7X4A\G34AD@'|@!AZ_Y.>E&'5UJ|3|E:37UDV3)M5>?WSF;BL%MW(
OR%PT&6LZSA%|^/Y?_MALV6@|F_P8C\T\$0YC**\$CB)#%5^|;2_503Y0\('D">&;6(@#
::.R'S@FI#\M&KHV%%U)KP/;\$;;9Z.NDLE\$S\5|0MB?T80L8@9W%(&6:_\$|_?D81=D
BB3A2_M\$2M|),""?E<#<9#3|H%OWC,)LO_\FZG(RL?V"26,'Q&#"?~
/&"5\RS;8|++2L5E=G2?'GN_M3\$7WP9DS+8<*E5_O_:P&:KZ->#N#)T7S#P#G+?
XS<2,WQG!K^*32^C_M?1L!LT+MFSN|1#2?|-'>92*6\1CCFU7-8J-
0Y7O%V5M+1XNR&;HJRMYT34_M05US"#QTNKY3-

5\$NN%QPN>#N(KAK!8)K%UP#!%=6:NX/U\$:AY?Y1)?!(E0Y4 M/EZ5S+1O*&
(LF5PWX@K\W:\$=M6#5:16)6M:[ET?U%?NO8U:G4LOE\YZI>M MJ07>I%>6R
GBM@OO+Q7'2YZ'9)=\$M)[KZ=!*F22\$1=D43=;'O8DFZ9?: G MH,F_COL_\$1^3(?
[A,)'UY^.RLAK")WA84C;,,]FO=N#Z#!FI\$KG3,CDH4F\$
M3Z>_)SN^KD^O0FIZ>/R" 3)>FME>%_Z|<>?KA./ 5E|*457MF>803G|ND^
M^K#^N2+W\X:2^Y74EW,_W_0HHV_*^=|L>M+FSW7)J&5,6E|65<;&9/15<\#8
MF&2I/U MQ@9E|5-9VY,[#'/ZAM6V7?O?TR2^3:>LO2&Z9?3!1(LJ\$T&6,' M%
[^,7U;RLBVY-F\^5M/WE_F_8'1LLE7V9KL: ^9URR"?|V|J&RV.8./L#S0T M/OY'PH708.>-
?)JRU\$|-E\|#?+T3QC\7\$WQ;%&65;X-/YN?E3N_!2-=V=91 M:MW\;6;Z^;!(H_4"|92H7?^/
.KM%(FT%Z!)E4SHVG)Y|6"IO/3B)2B<"11 MN/3I|JG!1\$|>*N2U|;06)G8H36G-
L)2ZBX7#Z">7A=N6|4SNKFN(Z>9>IB,X M#4WH3:
(,XT|Z+,-9SNXIFUN&|\$>A@\$EFC&SZ5|!V%|GC|D:0"A6RJ|1%OSP;F
MANPZY8"GCV0%#F#(HBH/1%6J.9^;-|)G G^D7V!Q(\$M|8H+G6:252I,7(BX
M\$!VG\$.T_4:C90A,LF-ZBJDON6,);OO.2L@9|K>Y0P:>8FZ4;E\$?TMDC'LG MA;T3_5!G?
^1!;ZA;HB4KHF35G&O)+!"YLC\&95_N-,);5>|JG48PZ%DB61>U MG.SF70\D<&%C
G3'*FRE9&U+\$<\$:1,PDEI6BB)K!@VU!W@8Q.X(:V5A&Y&O%ILT3SN"R/71|H(M(H^8+5\$<
(8^,'H_=Z#6398-'M0F008J MI!O%XZ|>V-W|SBJ5X|&\4XO,6VAZ+(1':P%C.?(?
HLAL4\$K'(TVC0&B&G M|&>KO71^/Q?R=D1)#B/C.B,R?@21E//TE#\$8)G%('N-
1!@EHWCf9!U,8O;^3 M?M9A39.O04A>|AG(5%%|NL|2\$#Z7E!1Z,\$E"^86XD"
|2(R|@F)+^&K@UU5M+K"";C9Y.N@IE\ VM+?G^-%L+ M&(&=O4!EFO-/?WY&\$79
(HDX4A\$K>Q),8E(B;)|BH9:.9V+P9# <>\$LS|8K MTOQH'6.T=,,FB*TK9HN@J(/HX??
S^WE C=TMP%|4ERJQH|R.(%)&>7;R (P! MPW+&&0&_P.\8#)@-
UJ3P2'P)^(R8GOAIX@6ON%"9I7;ZI=ROK7H68JU3V++V MF+NCT7UPYDP+R4(-
V4L_JQZ;KT5N9_"D:/X|X+S%?R9NY,;X#H?/KHU3572+ M|>#1=XN;Y@MZ2>X-
-4N49%82#U@-"| ^_W?TRP(4P\Y|,PW-| "E%-QG1;PC-2Q?E4")4%9%R3(9)498
MZ2U:3Z(&Z=7) J?"OC8772ZZ7'2K%@O8NQ,U@-565R11S^F" MURY'BFZ9?:
U;AB_COL_\$1^3(?[A,)'UY^.RE@6&QL3JH<9'H:?'L(/)' "F5@_" F3R>.BD &XY*1/8;(\$R8H
MC&EFX!A'& !">8#@.' ^\AF4DP_H<:=^04K41E+^H ,^Z"W;GE0ACU-Z1LZ M>"P23>?
LK(J804V/QYSB< M#F:"O')0XC1'R<(RH2>(N\G>HU_1RWR@3!AA82;9K_,L@\$Q,_8|>R-
?P8!N M!=5Q#JO48@W-!3KL VHLZ-Q\DESA^,X.DEBX>XV(PHQ\$X=*W-ZM,5H9|OJCU
M|V:Z'GB|:%3(J1F!/?S>7?ID_4L2,@S',(#_&)C,"X@2">02:+W->C5@_I
MAX\2QR4<*CKZ38)!::*YIJ4&&)F%AR81/IW^G&:@N3Z="STIH_++P EM6)_MT?>E7V?
ZR|+ZAF2 "LORE|(79|JM3^;V8?US1>X/%"/W*ZDOYWZ^Z5%&W|2T
M4D_:+EJ#FH9D|97%9VQ,1G|@56.XOL?DRSU!VK^5TT22M?+OKM-S--5M98Q
M67U59HUW5E\VWAY3EFJY8M;*,C6S\H-!|3?A^&7LI*7;A0XWHUN5E=\9D@J):O
M@09Y"B@,?JX>1VE1RG=^0'\$V/RMW?@L10V5;-_)U|>9Z>?#(DT=2#TLZO#^
M(X!RS46V_8O08).NF=&TY/-:0=-Y+29*42C(1%QP^GM6EHF3MPIY;3OMI((= M2E-:?
D)6GQ^K^3NNH:89AIE.H(C=W=2WN(8D0\=X0%/AEUH<*D
MG)J;@!G\$F89=B@_23U9BA)LM&EGIBD^5/S^EB,_8?C.MT)S8@W":LEEB5@5!
MT8K)WZ!TU,;GL\NG0;V7M8*B1PTGNF7D' 11!ZK81-;HAH|!W^%)G(4*I)50
M09DRH=GT-^;9K)H>|2A44::4CW+ (^: :<^)= \$T=%&M7BRT+,,*LRR7P"R
M9A(53V0L/?UVREU>Q2.ECB/4)A4F+D1@|,L58|4/= @125^B1*FL@2DH-
%2NYL+ \$\$NF,5ME*R-MB|9:7VAH) MEC2C84DITVB)>M42!T8KXG%'4#/W"L>"%T2|
=FM MJ8(40Y_?S^S|G6SZ5,|562N9N<'5(GHDS=C\A1*Z<5!AVT:);>S4^E*+PQ4 M;.\$
FK=Y6(N,|@5 X8 = 1=P7|X(2:C^ L|@D^,"-= _QFD_8^\$1N?YN!D4; MVK:T_?
Y.MITIM9YMJ21+3R0L'49(E=(<\+|3+XC0YS>"<|!4U_X=MI/0C5T< MG85N1+Y:|'|M-
KUZ!Z|Y.DLHS?4ZXJB,Q!5X/O^3GI0A|!80&^=HVC\ MU0M^_HZ=1SQ59F=01>P6VQZ*
(G=\$*)#./,=HL!N4\$B\$(4^-6;VA(E=.1F;0 M0^?W<_ENI;%2JWP/));D^P@*.*?
L.7BP1^*0/;C7!*0\^D#:3P& JK|Q^| M>|6K1?(U",DK_?,D)%K(?KT'W*>O
^TTEX*SF1!,';N;(*1?Q"H/B2TEN| ML%F9R:#,UK.E>&2%W\|%OO%CY6"BK| D^D<0;
|F,H@0.'\$.M7SLM2!5!KI P M24+X)A;B0(#-(3(?N"8DOX:N#86"T^L
;9MMG>/R#O+S^_5M#<5H,6%"BNUTR/E'FU5VV>MG>&R|IA|I-%|<.9, MR_
"9=A+/ZL)FZ|%;F?PI&C^>"\Q7\F;N3&^ Z'SZZ-4U5TB^W@T7>+&^8+ M>@D2'W51-
RHK)Q|NXOJ&:5|'&U3!|0T/11B|B|EJCHZTW06WV:M>G|..*W.83|0K0AL8-H|L3Q
MJ|ATXMJWSS)K%| "YL> ..R9979ZLS;-*9-P)\$F@:#?/97+7G+<(QH;+FK7J M
5L(&'+:0L!2%%'+J8A0|V|8(?#0Z5)CU2C33CG)L|?5&DK^&U Q4ZTKXER3
M*F.XRA^72BZ5;TOEWFN;&RKM(:;HF*N.QA<<+G@#2_;/|(@^ ^==QGX>?
R(_I<)|0^_CZTU\$|>3W),T, M:2?PV:P;?A"=SXSf*?\$(O3TTB?#I|)>/TIU#UZ>

(HS=|7'Z!/EE0\$P|02|_ ^ M^-UX0&I9?4-R0"89AN/V803;^4^0?"]<\5N3|0C-
ROI+Z<^_FF1QE|4|_* M/6GSYZHYJ&5,6E|5=,;&9/0'5CF*[W],LM0?J/E?
-4DH72_|HC8Q3U?56L9D M|569-=Y9?
=EX>TQ9CL3TR^E*"Z;8)DNN8/2,7\80*WG9EH2=-Q\+/1TW&E85 M3V1<.\$|V'DC*8F:
MSE=@SS|\$P8_5-(6Y2JE>\+S.9GY:V@Z?S\$**4H'!L5+GWZ>W9XE).W"GEM.ZWR
MBAU*4UH<+Z7N8H4\^DE:)F^OY.ZZAICN\$&8Z@B-W=U+>XAB1#QWA H4^&76A
M^BF!2*5UQJ?+GIQ1Q&=MOIA6:\$WL03E,M M2LRJ("A:,?D;E*[:|/Q4_32H|
|)64/2HX707SR5"?2/J0">8R!K=V&E|RB T
MQ|O/+A4H*%2\^7LK3I>63<.S#GE,"8Y)*Z8X,%715+0V-(4_7&|C@!DS1S: M-
0&AP/3;*7=Y609;^FD4.O9D2E28N!!Q(3I*(1H4J6%>*57'E.&4DF19XJ#N
M'#LN9TS@CO.5=#F:JW-?!@ F0P!Z @JY/|P0TQ&\1=V!)\"8\$:X/S:RAX0*U)WAG
M06;O|V3SL'(K6M&*0?1@PM*9A%0_S;['_W.&("5^0ZX/2NO:O\ V\$KJOBZ.S
MT(W(5XNM58F"NQ|=HY<\|67UAMIZN;C2X3T&8@O?D;NYY)>V/0XH*1;\$AN2 M?
@31C14;Y9'P+A((9!SRM&<4\$RX+(|='ONTBCU@P41PFM&G\GG:EJ
MIDLQ/08JZQQ%XZ|>\-W| #SBJ1X|&\4XO,6VAZ+('1&*P!#.?(?HKAL4\$F'(
MTV!R;ZATL3,8OY^+=|_|C;=4ICZ,>"L,B?<11%+.TV/P8(W\$(7F,1YDDH'D/ M:QY+8?
3^3GI8A|!'O@8A>;5_GH1\$|=FO|X#|!'6@G.92,&_D/O6H;H*0?A" MH?
N0T'J"|%\F7;;VAK)669GOX J_GXM^/;,*P41?8TGTCTCR#:8@60) M-\$ET5K0\$8-
#A:5Q|M=|M5L1*D\$9HF3K=)CWYLSA&/1N6H5B6.W=KUSLGVU80
M>^3S\GGI0JNP6EH.|^I5AWM=@(>_|NOJB|>#FF5T,PK|A7|GJ,\$L42>55|_H
M\#/0/=ET9CES)G.3I%&|5/=9,|@D-DJ|%^?&"-O\$8H?8!UOTALWG(C\B|)"1L
M_HG(^8/|)S_|TV?/S'TS1XRSHA|LY+S:YN:Z>8(O|607'9S?5U9|A?1XR>>K
M\OS%,Z=UJDW5F=._@8LSIDGUR<"KF1AI1|*@;30 WE)FEV|(1MS='W+T._WH
MNP#Z=X|YT7X<<);,;=,Q4'L#K2+F2)6,86E,|UD=7F5,+T7R@G*CW=|JUUVU
MT:A*2DJ5,%0^?|K/7SR'V<5=5QZ':5:+PUR 2^\"BY1-4\$W|<\$2)M^F(DI.T
M8*4%G#L8HM_4FI^E?TIB1PEVV;H^|_E.B-P;NOG|)S!=9A2VO5J8"-N|L#Z
M*JM)>Y7P^2SQJ5BA)H&Y"ED(I4DQ*7ONDO _L;\B;,A9B7TD3;H(P-5ZV2-
M>ED0+#&ZU(+8 V%TISH8O4:|B?6PQ|9<@24OY*_6O>K"X@O1(.&EHADWJ*&
M6G3UXP?|U(-YQ@:#'J|+>Y|JP%6.;1<=0-0ZW "B=J-;N|9:#770!/VV
MU\NP|++KXP^!#V?6J+1,R)PFG>0-#&KM/C"HW2==09|.N|NS=4W#D45=K;V MZ\J
M,\>C4K-/ +N,=\$C^_FX8_"2DQ\;|X=2-^1!\"6_) _^2-5N?5N&AK)/W&W2.BF
MWFHT1MW1T#_ZP_:@WOFT^JU!6QN_.GJG/VX8_VKV;^%#\$\$S<\P4Q_95=#,'S_MO-
*Q\$>@GW7K7YQ|260+RX.86X+X,9.E|H*W#?(>OF\$@CP"2> 6V6VR0^8" M(YVU?
G|AG7\YY\$3^,KSW /R|%3EP1XM)|"J|/LVR6.>(Y"-Z|!\$P7|SGJ5 MA6'!QMXIA/ &H;WL?
K;_6GK@6\$"R)?O51 D"N/.\$JY+\C1FDR2\X0B6/O/8 MI_OGV<%=.FC=|!#G|/DCB|8D-
WT/OZUX!F#3KVKM9%MB,07\6+!4>IPL-^R MG_>T>JWJ<|*I=8D"YU03E"^TAF=
M;:#)F3CV'N=4&6KDDSA\$^4;_&SB*?>VP8S4 3>\O5R' XD"))GQM0TL3A^3 M\$Z% F-
HJWVKP#O;91UX77CKG(#6*D("U2|@&VOT9M+|OJCW*6/7F2K.C+DZ
MM79%W\;#4;ZM\$LE7RDHMM|R@V*;RD1F#L;!^OQ K;U;Z0H-DZZR\$&|!/?=
M|*"%"_)5\&|N=K1B|20'&.W:UMJUZU:_HW9:)0033R"Z(*FA.D>KWJ3C-KSE M
XT%YI#&+> MQ@|T?M0-\$S@C5|YGK0-F@B&M#.*AP!|NYKVOS5Z)?OGD-?
B#)UPE:OVO+A MCLV+\$PQU\HV%'V'HSS^2Q^<2Y^YS4"QDW*5%B))J,+?+29FJ-
PD@%M8MG1K MU^V^J@W*RLBM@+HE\$6K3ZN^|8%2O=MW|JH-
F66E%=%=83H+OHGJ|4)|TE*B! MZ4U03\&PG<&&_E:9?H3AFTT,@,^_)OD!^6E\!R
N3"U|3.?1 M6K*?S#EBU1KV6Q";QN8O9ES|E|E.'B(-HLY:%4&E2U)XGR(CQF+8XHY
<^6, MK\#;472X8%^JP+NHP+8_\C\|V".LZ6%WC/_WP8| _@?^>P>^\"VG\TV,W"/&B
MK+C9J%WWU'Y'SC@|1|O:PHH/@E@:1ZQL7PVI\$.^1U#\$HD)LF#2(T@|<2B/4
ME6'@P8^SD2NIO6SHC0@GSC_9SX#O3^,O J %)=9FLVHZBU1_#|E\;C,4VH#! MMK
=1#^<GG7/5>LV=E=(;ALPE=3Q= L9*|!\$|UWC/9K+O<=T-20+Y|F*TQ)|C MSW,?
ZX=FT|Q9V.TFSL+.1@NE(GOZJ+-IR'E|W,%YSX.=9S8=1ED|P::/ZQ- M4P.-
%7,YI3*|I3*|RZ3V!;5V:|>=AMKH|SS70JK3%42A==V9RL\$A#-^UU6YG
MY^)|BJ5\$71H?;B6Z_,L6TE;%NNLH;|M_FP3O7?*Z6/@.'1DHNJ5ZO;/GXBZ" MZX/M^6Y
25V/S/_N,E__5<23T2_-DR&5|I/V9*Q#J2SJ#+>9!/?7A=2T3V.#
M9V4*_XXQKMI68HYG8&LVEH@78;JMH9|"%@^1*#<)>DV\U:A=@PF@#KH|!YJD
M^E|!'%HG@L|!(NSDU^VIVNZS\$:7^OT7>|)BY+B7&8|&(& AH#NS W^EZJT4*X
M\AJ<%_W7/?=7?6\$V&YN%_HM;)W75)OM;(KK*9:G280J|ETO&Z,P@HD%CIDT M_*K9?
NH#H*8G!QMK\G_P):=K2JS.4M_3;BD.0!=[Z-C8VD; MYP*"!12F_3:.%1VTLUK|2<|^E
BT3F,O#X.P0%CM=7911Z2VOJ6WWD-W/4|X

MH5)'R]2'D5EK&6/!CC\V4ZM[H;:SM9X\&F M7NVZUU-[-_0HH9N<7^E@A]T[
.CS8\SV'==D7. @;H>-N>ZEP(0Z6HG2<@'1A M J::VG:W
CX5Z:4[KC1(85\$640:UZVY."?:INMY.A8M^=|E,-XTP>Y2S4@>M MXETJ"\$Y6(H'Y"-
+"@+HH0-;N!QN;(/<\$53@6)C3MAM 0&JWOW/+ #ZE\GP6[MW0N.:8ACG9QYOU73QL[-
V8U<(3-|CH:45&_WP)9#(' _G,,XC@":.VZJH "TBI MS!XEY+P5SK1JUX.^U&R/P#+=8+/%
(*M9N0X57ZK>E^0GNIS/+F3/V P>','>./ M. I36-%H \VH6DXT32JSE<2K0I';\$E&L
Z*JVJ]75Q34IDMHU/7)N%:J:2L MTVLW:J.T""%TD2VWBHBUCAWO';-
ZM>N^ .MB)\$\L"K-/8X+E9&0^) M*H&=G#,7HOKM8FBC.1[-5)GLP)Z"L@I+A=5N2SL^
M'!!?F&*;M>M>5]7:.S5^KVA9DN9?#5&SV:AKWG/-+&'4M8#%?D9=EU3YM>=1
MURL,T\$U&71\U7S5P1Q,,&CEC9:JH?S*?RL(-@I<0@H*\
<=<^BXLOE|F(06[-Y5GNJX#0#.\$*/;@5CB;A:M#KCM?RHPOR=7)N\5\$A*,?>\3>V\4T
M^VG\+0+UR\$3)M(,%; M.&V\USV1_OV55VE!N4&C[W!TTJJ%#^7E|FOB[6YM+
+FZL5BXAJ_-H^HB%W66VJH6598:7^X>%;IX)OE MZ(U-6[-'9>3HK4NBW#
[-A.3J=R=79*+^<'S D \G,,G.G4P0TXHS^!G0"X MQ-I|Z|(OS-^)\|H'".ZG,0V>|GXBE!_@
QN'G|H81OX\;HPP>? S*T P/N.E M/,WP"R^/Y6)#|XKX\$*4|^DA^D8,@6JHVO?/
\XJT_06#UA;_H+5@X&|ER(M#Y?-1"#SPASH^PA:~G7<'Q\$(G:W)+.)4
NKYMASH;V.O5(.Y#^ \V-DL2(M2X/:=:>A @B.CTN7I+Z_Z+^4=|.~3|P+|ZX
8H"PIUUSY#,CTN1-F2VR.^,5 M#0Q?('#Y/V.0 PWEJU)%2:C7(\$)A=3(K-(3AO!-
F3'>|J6C|2)>G 8,+ \$#-9R[-E|DI5#)9 M=H\MD)?D*GX-|V'|7,5>OW;=
[-J=,H8:RY39D\?'=M;EH&0.&)|H&H|H6"3 M>:;|A
H>,Q&Y%|BOT83W7YEBJO|3.%_|S#L2D(!6VS17|A_O,-;G/'=H:7 M2WP;TAZ_F*?
QO;B6'W K3S:2([-/_KZ%'U%4'+^XL8WT!XE?%B72?@-#!X.< MODGEM: [-30LG/'V3
NM"NB*06"UE=-KIN1NWE6)8519KJ U88J!"\H'0XO< M^ (AV1;GR9)T2< &DN9HR=Z+!
H|!Q\A.SA!IU\$EJYOR@,-\$V<=Y>M|ST1;% M@U,V4\$X3I_=CHU0X.JX-H%V!\$K
MF#:#3Y>RZ_WJ5E6#TE_V=_RSX26M*K\$2|'@_Z*NM|MX;F53\$|H'T*.DQ38^= M?
I4(LHX);7Q*4%8#>< M +M.|SOIK?Q&+IOL|H(RX4D-G.E 0D#7V#&<83'H+CFRYRE'SE-
4K/%P/PAT M^ [X\5AA\T+8D(53G:&5&87>E!)K6T=?*"L941,TY20DW
MYUM(TH8(8@>1=E+8'#9!R354;E)4> M40%'N:2\$,Z6\$M6)N-
U+0:M>=MMKN| ^O\JY8?ORIRCA;\9(+A;HXV215R|"OR
M|OLN+,LO8K=YZEL;XOMZ_I(4F1>\Q3%S/3|;ZXW9ON/.%=|9.~|1LO(S9>7Y MG-
SV1_ZG"% .HK" _\$E!~G*^+)=O/*!DW, 6TTSZA*5%+&F5+&\$B5G;Z310M+H M:V>60'
2,O\$&MDQJ#8K!F1BNJE+W<9^R&U@X8!4M?RLP> 6F/AH! 'O/F>ES
MG(\$M_=T7XN9;%QF=H7)|_VO&;(&A&%CZ!UF?\$E\!|= _RG|M%62: ^7);
MMNA.>KJK@B>2!#9R >Q" YW:=7MW,7@8'W?E6RO(#<^,;W ME)GN4G,E?|(G(I@4QT
SL(V^O!CSP?/J|^PO6E8! O;S?KO0YL<.9XY%#^ MY.)D#?..?7XW#7\22M/\$@UR6?
&K\$C^A#V\$3@+W^D*C#N|:&1 _!-WBR+;U%N- MOJ@|&AI&9|@>| #N#5K\U:&N#44?
O|,<-XU\MK18^-!"#\$\ST5W8U=)G^YY4^ MA@-^TJUW?>XA*211# _!N >|+0":P5
; '\$7O(-M437"TI!)&A+M%E2G94V4! M>%GJ&AR%NO*A?
MAX8)NS_8W:O&U)>N|86XXYU44\O|XJF4!|= @|,BK(-'8 K+C;)& M=J|^ ^*)
HO#|W^&J1W/^YPL\^,6B.7.A23'@!HQI@T%RXXO/<%D& MYL<|HP-
6&0";;B)) _=5MW_TK2D&-O@'S>V=T%86/|,^G<81^,?;=1>54
M.=OMYVRWG|WNEYOGAV?EZ:OR_4O_UA7;L'PU\$U46+B=C"#%>/38
M<7S4;) *5=Z#BP\$L:YZ*4>=N+|H4|UG^M.EXA(" >\LILYM(Z 8VPV_TB);@
M45C=G%GPPP^_W|Q\ _Y@X\ _%+A#;,\$\!G*GIX|.SP\$6'J8| _%P_G|O@L'L)E MKX&E|
|@|U&49S8*7.I82K|(&_P@1*:FY^'Q/SS?WP)D'FQZP)F9-GX*S/- M@H|
!U3IJVWN34!..@>,KNO'OP/.GO)D!/FIZOFA!PR\$-!\"(%G5@3O|69B/F
M>;HHU(!71GKIAN_)#RJN.2 _>HF=A#H@'9X7RD# 7,2X*(#RR> M89J"
%_4@6%L.>|>74\$DGC/=O<(F#*EC#W6+O-?>A#%?@<|T;+|\$IO+>K+PS
MT)WA\$U!F#3Z8(7V*\$-AY<%6588 _%DZB%IV"<1%\77R0H!3&+GR(\+V"LX_++ M%-KZ-
O>+^C_N(-PBDZC%, \$>DI./9P_?Y\$|T'E)H#9BOLUXS16,NQ(% "<9>UR M"->5&S@'-
K\RO|,98C ;@3_B%-\$\$,C)!%K:"K-,4&)U<:Q14DXLUZ:JS#FW MO!9OX@26@:
&G3^\$Q\A#FSL;<.V"JD R)\$U\D!M _\#>7^8Z:XHH M)+ZQ07!9R@|"-
FRN^Q4H7=\$:5 _;W?W81*\DW3VV.(%5ONGN;+|CRU-59J- M9AM^9<\$WT_-
#1^*&WN=\L;KD,' M_Z:/7(?!04 ZC% _%WE7)XGL(=Y\$NA#9%LC/&+"5J0-25>,)3X:WB-
(3%- M06(406(1=4UXQC<)+P1 _#G_6C\$|B;/ M VAY*,_AC XHO7@*\$;&%OWK8U&".S;5-
F^ \3!)3OFB"ID\$1MYK\|H|<,(T# MX/MB4^)RTG<%O' #I?7,(PKFGJ-T!H^ -
Z|J@U.*03|0#/1\$!\22\$"! ,VU1PS3 M_P1-"T0D?OKJO#'7YCR4PM\$@:EQB,M0-
48#\$C\0H@C7:0|A;% '*@6@ (9<*4/ MGM -6)>PF"^TJ+ \$F-"3KXJH"3V\$JZHYVHT'V@1J6!

I=2G07IRGS(C8PT;T0 MUC-4%X=\$48B"[SVW J21]PE#*92@=X31;\ FV!O=(I SX(T7#\$&8
0IC;PTG M&/J*/D3I *EOM.487#S\2%Q*!VAI;Y&NJ&J>5(,:.50.H N62B2*'ZS *
M.=EH[RA38ZQ;JD.9%+ICA)#&;&_F:Y#."G0VT-ZLBQFOO+C0I& (MPGSF5\$
MMQ^SEQ!G0[AR]0M/8?(\$74 5(M((O/7H"\$#F)@4SR!'.WR/J2LB"N*(L&W
M\6,TC\$8Z\$3NJHZ&JAJ FXT*AN;GT;-0\>>8Z1L'+'> 3+I NYI0)#P!NPHRL
M"X^OAD=%_1=T\$O&^% 0FIH>[;)2RK'(5,8]Z+I433HN'T(&WIUJ2G< M1,P5\$PB%_
V@8;,%8F0:@N0!/N*5Q/@B_!BZB+:CQ.EEWJ)!OJ*V:P'B6IZ: MNK")CF5\$N-
0=,/:ID+D+VA&YX.'@HGW,7XJ\$EWN-5'BYN^AY^0.PZFE\"X:\$ MZ7_51T0LMUS^?
G%:R%D3 7BQB;V^Z M:9&CEYO7'\$?AKM[P0D>T,S *^=;J&X56JLOT0N*TP_%\$,S&-
!&54PD(%G!L2 MO7,& +I4E56:L5!,6-OU[&-YE"&[. %3> N,CQQT"78Q!PS&1
M65DF,;00WX\#9]":TLP4S6C#*E\LC9\LT)"@-M0CR7^@&*;T5' M(@*%C5LJ<,F*#I
(1I!K0(V)MX@@A=R0<.\$)/RCP90=U#7KY2JHHIY%U\<%G M.5]1C+1:&QQ-
I_%A7PHH;E\$ J63%POULU\S MH>@G/%\$6N1:\$QI+('%.T_XB=9DPB.^&(<)9J5VIB(^2*
MXT88B>J\$"YBT06\$T))22%(8; 9#/<@4 M_ ^+
<%X[T2B8)U0J.T66JZG=B#A=^1!4H1ZU\$^KK*0W\$@1G.&73HSL4!D7:
M21#K[=%^T]0 >P"KBVQF#,W 7A)8?XJ*"#&Z.+@C*VEC*-UU1A\$G)\$:4R@?
M7HB9I8B3/4R1-PBI#.09 _S+) ^O)Y?C%^-P%B'S\$GG"6 CL@1R]I&6.P1-ZA1
MI2007^"Q<6#9XAKC-D+IFZ 8%&S&\$J\$8;CX!->+V0KS D>L0U\6(CN5J2 M6#40.6
MT(S_RYH7I^=VY@6QDUB?
S2QDB;/D*SXX\$^<=C!%73;^<_WHDPI&P3\MS7*0_XRP/'PR(0I5H6=&>G4P,W2AX/XG.
ID\ J0OL_F,0?N#& MRWIBV83:FS21DP&!2- E=76N"B?CK^&*D3*<=-?
%4DP+"%EMO9"_WW
M2J7_K+3/E_\YMOUUN3,;>WC)MPUMTRX^X&QBX!A*Q24@^@4_2>@P:UPL.L%:_AE0Y.
U MH!&0@/F/'&"K=!.F=,3CVE7-7/!#(/%_QT87\$8@'PCP\$["FS"G)+IY8K-\$ M[HG!?
&2D=LB(0\$(\$N0JHC\R!+Y@ E^Q"N'W+(",/Z7AUN8#CPPF4I'/A\$
M%8\D9'E:F!>?/+8YHTPO3^>JL@BB)}+U \$Z.)7+8YD,./)/G?ZZ0#431 Y2L M(7B%MB&R
E!TPMNP>B,;Z:??<7R-7,=)+4*"XYI_K?D?3D@P#'6YJ5\$TE^I MZ')QZUZ8
DA>.;&.XMAPQ.AY6C7^5_XNN+!%1<83+B80XP8Z\$;)5(WA:R\$'&
MH\!1S()B">%)N5@,G1!CD3"E4Y0C=+N%,*PKR@EZ>))8%N72CAQIQB@P):S"5:"Z:X3Y%
:<> R)JPCP MJRDO#M0I1.NO\$#L\)<;-9.*OB= CUVU=N8GW
HJ.P<84"1,OC8Z'[X5K=I\$Y M0W0A8N73*?(M5&!X%!
%7@92(E 'W9 M;I1DDWL0SKO"PIJ)5!+._5):_QB;\$KD,0X,8\,/B++2NA-(U @+/.0D)(Q>X
M4Q6F5F)S24HEFNAT7W601F.&7288I\$Z6>IAI"PB9F B7A#3@Q7 ZR8W%O4
MW"\$!+2+'A++T5"D@XK .JX,-G7HZ2*-B9OR0=7Q@=*=,EE\$MU)93!H>4 M'W
VFT/1L4("SITIXB*)NQ.Z<,S:\$LP2LPKL^%9US-L86R+C(H94Z.K/R?SS"QSIHGIRF8
:C&@34&8X0G MI\$=1\36LBOT";.3YYG3)R*IF&*)IC"N=!TY!JB)DI2,(405SG.)!^,\Y1B
MYI!(*L*D?Y""DA:7,4F'J!>R1TS?,I_H(&;,INK*PUA!/\$EB>(JNT@<*L^%F MCH7/'""*PN(*Z-
81+PNN4\$U+\$E_Z!40L20=Q(!_ERD M#9)XYRG|@G!4#J((9^(\JF"&?
A65!R"O,)=Z'EWBE>Y=Z5?AUCX\WJP?^2" M@=@EW-J8YV"BH
GY2.Q\038@, @A%*CNQV[05'Y>.1"ZA""-%GEND!HG-*H3@ MO HWI6_%/'
A'&OB7<\$FAX%M6\$FUB;*F%I=/_U-J#FG"=>\$(J+GPDU',M* MPA2K1)(HT!=P-
(LR(9THFAI?67265Y<)#P.O/>'/B=/KPKV'>_XMFVITZ\!5 M35>\$6)I%NM%IQ
.,4H0,6PKL.-@<3 #O\$+P?R#R)TXQCA.3/@)9P7%F\$T?D
M#I, ""C3S*YI|@%2&2<.AA_<8K]8?VTE#&.B+3%>Z4F:7S'(LZ%5@*;\$G)I\$4>
M&9(Y"B^1E2;X2U)R&BQ,C!,2B%2=D M1RH\U%TA*)(&X8TZ' 9@247*L\$ _A7
MSOAJ!G8I\$Y!T9@.84F=Z?)LOX36O>1,R6J"Z O!7-2X! "8@<= \GH(KLBT0
M&JX1OE>8%FDC\$NA+4-
HB4:+J"\++YQ,BEI0M2F!]=Q#YIXI+DJ_C>B3\5NAB@EF%^K^X M*RSKF"%U6SOY@K?
V1?#QA.43Z>AA"EXDXE*9++I0M/6D4I(UWW-M_52!EZ ! MW(200.G M0-
_PC>%QI\W,5/Y"774OI*7?F?T+ME)HKJ]5"-Q;/ M48#>?H /K[&!DH?GAQFND*W1=
<@W&&8!""<:G5%RV5E#7F.981)A;';B/! MZ/.W
W<[3\$1@DI:\$!X9382B_*IPLL,4.9CS:'X/:SW;QIHX!N:43(O,76> MQ&V8B"L(1^'_F6
QBG!403),LIY-S+"@1532Q(G]=26?'9'Z#7 ".6QZ\$RRI M%:#288U_.Z[PW>".
(X_7\$AR*LK\$3T\$@B#%>C0*49167\$G'I\DK7S=Q3=\$7\1
MB0M4A,)+YBK;V/1#\R%T\$:1\$LN?SC%I2EN%KQXM5V3JIBXR+BRXI/A,,W'06TWW
M[@G^FY8B2SD\ABC,-G!I9\$'(NDS.LB-AIM\$Z/J%)\)*C';B.FAP;_4%8AY M?
I0S0"+;3/C*!PBZ8(ZOFLR6&!)5('K.%%](8IHD9I'\$S-=%D4>R\$DI#3Q
M1:HN,9),X0H@=)(1!NPW8EDH!U,EC8Z,+)3VM>:IQ;M" (Y_A@42@IPSP(^

MGKK*9QFY*.-41/%.Q)?\$&Q?1 LTF;\\$S^0H&:!"5%\SZ.5&V??SI V|Q|>KU\ S\7
4>0>#QEDV% F:M " M?#^G(\9&CHFC=!SKM3&RDO#X3|' W\J;)F.MQ6.M+
{DN""H5X%X>0_AS
M5OARPF!\$#/:='3QYKIWM,CB.B9!?'3<%E#" \$%V%"G!=C)V(YH#-1\JZZTHE&
M@1HXNT=!#TR:X5Z|T&F75CXQ6IN-B<>8C5M-7\$HDM9N)/T7I(5%Q?
30;ODGPN<5BN\$KE>2%10!U;,@00S M5/O#9*-4+A%>Q\KTVIZ6&HHH=+&\$*
(TEJ3C5"ZZ;ZKH 8!H;,+7T.>QPM:I M7;<:BZXY)-
C5VVG N:3O=VO4@NOWXB9<(&*7RH9P0'V/6E^R#R#,#AR;Q>X#S -M;!2X;=Z0I"M>
#!VT',#9=(>(!'Z"0L!]*^,X%F5A){3;!S>M*A/K(K!!W
MBZ%W#G:3\$*:6;B+S(NZ|<\$RE.LMTTQX.PS3(5T HA!^\$_9DH.!5F#"6<'UY0
MR=O%5&D&K7VR" 2MR3%_@JB57L_.*5I>)1>72L7 MK=K|1BNMB9-W-
T\$K|'@PBG N>HGGQ!10<\63AL'S|K_'9DKFP%+@PA4V)|CFZ
MTEQE,WF;?/R>F%9))|.,\$_=LAD0:=M+0S3W2\$+@_PY:C MOJBMH'Q0830!C@1VE
"B6P)P8TSM0E"E6V_/\$E, T#@_*9J7EY\$"),^NR+A@_MHSZ(2^&#',1VHDP=?
39CO(%LF.&?WQ_05;C)8)| 3IXTJ?A:.DH\$!J++4#|(1QP19RP7IC>
<0!CU%HQTOX=6D|;M>N.RN4I^5JN6CLG/'X4Z_Z1"WYR;!* MJ+U%W(TK#R/T)7S*)Y?
8(M_9+\$3\$Y_";(//DEG.Z;+;)/9XE3'P.%&7>_"SH"B
M"7\$N>KV3KK3\$:9TI>.*.OF|A2G>X12-R#>8GOD2<)D\^1MI-B+Z1GI(FD<4:
MO5?',19*0-/JV,(Y\$FDV"9TG2MP%@.D\9AG3|\M,D4.2C)H/-#+,>DZA%|D
M&.6%NW9:K+V\O&I28%_M,F(N,-4;\B4TNU32EM5;!!R2PU'@0"?
A116'G+)\$^RM^|)@;D4USD:L|5&3 MA_2\$G|AW.6^^&E60_5"C*&D9^>!E_)E\$=R?
2ID;.C)"#|^#J-KHBI,W| M382S843W12QPA>6B>15UY3GSPS
SDW(81446K1)5K8)@!)^G#F>%\$QWB EK)!98T7@# M6
H6*K7#::4C",>,\$ZST)\2UDJ5&"GAK=43LD!,AAP+S+<_.I=2N!_7L_/C(
MSC7MM+)GQ,ZJ)"*!@<<@?FD/3Z\$0Q *-OT(SUXT,M+KE'G@+AKVS>4'?M>| M5
TK#0_-CA.)J\X,EN!P\OC MD\I;NJCNI;+MB55K"@%X->'ZEB18)L%:BB5^:!!X@NRV-?
1Z2*?HG';#;P MF-F!)7NABFVS?JNE\$2:J_R)RX3O?+T+B'|>WHF_9Y+RP>*IFA75
MW+%FG6J|8GH9CL\Y1=1P+|U+_\$EHL0%TLGV%TA|:WA,HF5K:LI.B
M|GUYV\$|8YR)Q)R|AY%5U\$<#%Q">+!Z|@C/|C|1PW%3@18,-F,L|SOPWFO-MNJU;P
!A-/_5P.=9:FW9#1B;#S^/;J5?OU M4W/V2|]%"5.*0L-@X QT.&(Z,\U8O;;!;METW&X-BV
M"!LY1"E|<-0M7Z+;\$?8Q;YY!=|F^"*^8HQ:KIXNU\$\$&L6 M@U@N)SAM01"7K=J:1?
%S=/XWL*"K1R-8@O_&;/HX M|85B;|A%?KB8D9!|##:CD(VE975HY-/)9+
(9A(EOHH\LND#V;2RF8D?I5@Y M-,GL3#0!:/S"EN%7I@8.3R1_!-!_020SJ.10>U:RT9#-
B>1\$Y4J M53"K\F-KVUE6PC@7YG8+;L ? #C'44?DNN0OB*O(|FPNPR\$H|3;5YR08I
M!N59|Y3GA|?|X^W-X\OBBW/Y|?GK|= _WA>.WPM M+W&QE3OOK+5JWEFU',E?
HZ&!V#? #<1 3,P(G#D^G\F\$28\$!|1!.A7AYHG5\ M?50BP=W*+MQD-
\$8JT>MX+"8|AW46V+I_1 D^GRFS_F8C71|R9'N353Z4\&N M1V_D&P_U:18S-
VD(5NF;)M O?L-GL0W3AW>|,4,+OIN8N+|:'X<:A'#L|1/ M+ZA5H (?
\PA%\VUX>L@_X+7_I6)6S)O4&O\G"@|EW)NP?"E."O^TG;!E)S5#
MM:G18JK3%;6#!W2S-UPY3CU:TK<0SP&O73@&Y?MGML*#N3MNZ(Q2+<.,D".G
M56Z2C;*(RJM1=X,KCOD*;XX0S|78&I.3Z|25+=)M>)+-IMA<:#LE=3<|*F=;
M(91!_X|BDOG|:7'R'<0_VMR@M04\%@9=.*W02 M13@V|O9U1#@VZMOD+4T\E<)
+=\X+I+"XF,FUX)2)A6"0_BCH74@T1#K,, MYQ;C3?
C>0L#9\$,9\$Q\$OK6:S+ZS*PH8+2#=&4L|OX,FH7R@|_"O'Q/I>
{BVFEZ^V6CT\A=1J1)FRB7) MAQOO%_H|+3P%;BOD!==BFLRE.V F<_Q// MR\$"1YJET-
*B+DD-J0!6>W4:_>M==(^+|)%=\$W;IQNFGPN0BS#7%AEIQ?::G MU#PD
3'3BS|0KZW5U4\WQJD|C0VPS=JR@H8\$,U_1KB++,-0ZUF+CU|-%TRX M\$),(B?
C\P1'6|O..(R3#=7UXC5X<2",QDZ!)-\$KV;1-B-JEWC-^FDS:^B#I M07MX_+K(LF-VG&38-
_8@2_S#,>^09Q)|#@^C<,@O&|1|H(R;P)|X+N_YG>BP M| G@?
F4X.\$*2=A,YY1HQUV_7KMLJB"45(O-E-AO6.JNCCT=2X0%W15XO&?J,T M0-?
_#I/M1!:6GOJG2M=AK:K\$U68N|92UV/<*&D0J)!7UXPP'I B#*B.YHL&AL>A*=T-8
M(A37.P9/1-FX"5|!/%30I0)\J'E 3>,9\$|-W56-|:1Z7SLAJ0|&;@|E^A*I
M+B3K&@ER//+)|N>FSH9^\$*.)37I+,\$41/TR,=T^'G0=I*CN-G(?1\$#K|>YYTI?"DQ?760
M;(Y.3:T3HJ9^|JEMI=04Z*K;:6XZ8V_%-78>,Q|8#06+Z5;Y6!'Z*M_UX|J MZ8-ESX-A9B-
C9&MO6|DVQG%|JB,#=H|M=-/:3^PDO@6S8J\&^2>8)%+P8QM M8+@W@N6P>X#C,-
!= \$O"K|V8O6)*C:@H(#AS JRN)!*R_N|OZ.\$I# 8- M/76=-6A\$>3F\|11*E)1\$)L?2>G%
<28ZWV/TO.2DUBE:HR\2CNM2L4)=!0?2P-MR">Z=*A!#-RNO=\$4L9\;Y:
(F7"U#A6OSKT|!NN"B,R|7A<|O*=GX)G4V#!LDXNR& ML3EBKG#

I\PAI%BI5F[BH]5QO6#HF8:I8^D4L+%(X5Y\2RQL7 OB4P5L:/< M@"
[M\$+9\$/2+9+S8*2&\-IE&09+1-N*8.8L=DCA6B.=G9M3X:AIG5JSS/1\$ MI^\$?
@8=C)3'8W5 >X%)_A?/%5D>5NJG^\EL3PP0(>^,E1B9,%EC#% MF_+"J-+_*XG-SX M
5@%U(\$+I>F'SV#<^OW.JNY2C/YA3= <@"IXI!++I^ M-#Z,%3C61DTA2V&3-3BQDQT\A\$
V)2ZVHQUT^4I\$(-+2N%RF'6E\$#I*:8# M+S;_3"-T77E>)(40+_&TKIS&9"?
LV<(/0<,7XVV\$79M#ZXFSEVCGN89S&+&C
M.93P@_\\$#DVQ!;!F\$<\KP&F"SV%J>OYD&J\0#'SQJTN+YR5GM""\$I MK+!;!]
I*C*I\TL>660IG(4:11X,8.352>18>7=(X1)A>!),HB?\$P.W@T?&@6_
M%D(L0SR4H01ECKQZ20^6=GN#BRGP;;375E,FBY*35GF\$3H)Q,VGH:@WSS)Z
MMHW-B3I\$V^0XQC2J90*#(A3/2%DQFDG0I'@/K#R:Z-@_A@@W%M+)5"5-BU;#
M)7YPIY>AW(=K/=-:W\5:PMJU__S|^T=U'4M)-!C69S,+Q!0?D.#YT22IL/V6
M!\B&,2>:AS!D<\$4GW?2FW:H/FH-RFMYH!;Y6;*GEGW=.^2\IO*E6O5.13542
M4K"YDXJ\B*BN0:6S(EUHI\,C_+*1+EJ1Z'*8GLKTN:!.C!GVWWAB_3UR MGZ5EYN<-
B\$L..!<I'13('6VI4+G"E<)#+MC\$R7T"OK5O@P9JZ#&22A+V/+C@_K
ML>"\NY1LL>\$&\$K M77?57J.@2BH188^(L,&*2X/W6(,6&T>)"73ZB-G=?
K;&5F+"T3#A*&IQ#KK% M>VH_IQ:HL+14.\$HCO%N U!AH'9;!_.:7X(?I'=>U\OG
AG8:M>CJ4-OF\0# M+I48T!IB0MT-
>SHHW4+JDG2PCP1I#I*C*';1*3J:Q*ISA.ICN*TH:P4[BJ M-1QM'@-&7;75+1J%/#'*D^)3
MBL\2:24HI(I!KX;:Z>JL(TGI>=*D*BDRAR*/X!; Z&-;I7:*%@,>E?+("OV-
M&N4EQI8E9\INVO6Q>^BNCI3B)I.,XU6HY#6-11:U=OP2-VO:5_1#.)DMW5L
MNXPI>GF;ZFW2%GRX MOIOP,---6!SD._:8I::L<%9"IN_,Q<8W\$5>X:L9L85"
Hf=G:I03IK==<)/@ M;:I3I0)0>#O@A0\IQ0UL/DT\<8&:AY/00=Z_3L0,N?!B13-.>B
:Y)I:.\$_M7IG0#71WSGI)EX>H4U?N C=L96QC MI/8C-,+I-H!>Z..BC=I
I6)2EM=1&3K)P2\$)!BK*B7J\))M)CAT&4:(/4.=/Z7 M59(0)"VG@55*@.Q61J@PA?
^DQ@:,VY T.BO(84L@#\$/0AI"J-I.PF>A<7+^ M+-4-QI
/*CZ&OK/E&I;W90I\GO_^-/'P\O#_-;R M\WBG/#S^X_IYY10^;*NI'P7.70+'WM:S3;3H?
2FP4\T!@(! G\RIHKE@EW MA_
(9.X13F^X\$[\.FR=1F'/0UTP9)"&P&6*H_YW("Z8*E@H2VV(>I?;\$?LFJ.
MRAH!0BHLODC!U1SJIHV?GLZ\>&"3>KLSW2>NJ-OIP_-#\YQ;WA&:C<13=07I M@
_A"H_S*\$FX=E1DI/FZ5E1/^O/=>45&\C;43__*3#RD3E#)6@(&AX1AZ>2 M1@7:A0F?SX!
715!P>8"!@!/#RAV&D&9CAXJCR%>O>F@(@2>,@9 V\04/F;Z M ;T#E:S\F36T8IX^*.=
<#'#10Z\4+)N4-8;I!D3D.OM?FK-_MYJWX*IFI9G-O\P\$V*JJJ7JO>FRG0)
IB^=O0_8U:#977!?!JD /'3!K7 BB#Q MA^Y"<%R6;#XJILN0>\$?Z VYN\$[.+,9XPVW2.C-
/VV !KMU.507&7RKO,?+ MVEQAQ!0&>D'\$A-T<"2LW-F"+QJ'/*#2IT1'/*K:6%?
^NV#/+%@IH>O'L?I% MITPO)\:::I>N!
[NW\$,^GMKWEA2^\KDA*DB2*IWMD.OP&@4T!9090IN@_L4:
M(2J#7)C8<=F+_BL=D1J;OYAQI5_F.GFTT\$!//VFUOPLZ4?2S)G13TPI:4K*
M(X5NE<3(@:R8XRF+MPLA#%D! M7^5K)?W2M!*)<.><,O%>\$%&-
J@8(ULCYL,H\$&R4+4?#4_G5V3O ;G\$C8Q/3 MR"D-UF"4IK"5:K.IK7+JG&!=IQ-
?'%^WDKE.N6E4NSADE@9&SY\I
MK.MGN&=73;I%32Z^Y^!=FHV<3)RNA(I;+=.Q))+PY)RW()I3LGPS /Y#Y M*LYLG4-
4Q\$:Y8"I;U)9KW^D)E\I&+KE#R1\$9?TEF\UFAY(=#XN2FZDD6%S&J
MF<'#CQ(%SP\$%IXJ!I>D>?%ZUENT\$435N*)U!Y^T,BBO=#N<+N@C.IJYGXIHU
MK4%)^E;1RY2V=J55KMW062HX^H^!>; LE6N@E:1R26I/:2N23S+33>(ID8
M!ZTR78R2JB55GSM5[Y&H2S,AVD)HG\>0FIQFWYNV"J,I/:I>83G-#<^_4=A@
M4.IW6MOT"5O3LJI(IZM6K\267&>^J?;JEF.R3YCL\$R;IA%6A3ICQJM%DDI 3 MW-
S9UTC*)F&RJTLF&+1N-M.^W;"8 I00.VRW+ GX*1Y%*ELO4,W^I&+JN\ M,[NUZYP!
I(7)F9(A)'E41YJ4YA?LD11I#V0/,=E#K'I4T3VRCM6O7??5;LY0
M+I)G12:)7Z36F@X%L(281KGPIWVTTJL7'9&7&.7G'9 >QXHR@=U3%IMO ::5J
MOU\$5K5_V>ZH2>I6MV'0;3=E@3"+/ZZ-TB=/G:#Z
M1U80VCC.7!WTRC(9*I'MN^*N!/%S(*!G-U0<IM 3K?1V3&0(S&Q\IBX5T0L
M3>GH?;NA^-VW\H(0BM)EY!@NM1_7.CO>^6,X>4 "59EN>& MF
5UD<.,ILMB)#9!RC:I+JVE\3\$HV/B7A%Q\P\KW<:@=CT8G 3ODW&=,;U
MR'9;^V\$=S>.,RNMJC9*T*VE?5QXQBVE7.V+FUMJ5INVH74E,K#PFIA41"VA7
M6K,4I4IZIY-L M5VO7KELEE*)LI9D?2%DO4>J+BL@REP/IAOS?
(S,>K=1.ZHO\UMX"L\$4Z-8WW:=>'W? 4E_PO2^PW!?!+&?T9 MP\A;4QA ?@8+^VI
:BOZ?;4JW>\K<6ZP=/RPI9QI_E=O5>I37\ZC7KW<&9H9J#61OK;3H M"&E\$
3*=@=DI("A?:4HJ8PG) G'W1=23IKT"V7WEZBJO*'E.EMG\$Z@8#F7<4

M\$(&.,F>ZJSBN8C%/IFZZF&X;..7@_18I;?\\T_8EI\\JGL_P(68=,^ZM=7V'SH
ME37+M3JE49)TSI5T=K*Q2R>=?EF)V++\\:PL)JH!RPV%J#^!@[U.E
[\\VH:E#MEZL02+,XDKPK2=Y""E,VFY<6ILP/9 TRH;^E M)RP?
>S+>>8H))D*DA4)QE0AH/MC*5S9T YQ8U&PT6VHRD*E0)(09BFGI\\CJ(C
MRK\\K+N#61'>9,@0\$+SB%HT.-G6N\\FI)_A-UN1LS=F)A;M>MN?9F@AENV>M*X"+
M-S/7M'(0T6.^;P%: ^#10*Q<+1R(TOX"\$IAUA#L%K1X1I'@=A.N4@#&88N&R\$ MG-T
!6-N.H)%:;2!=81\\PI2Z; 0\\ @_RH\\T0=N!, M39NVBQ3 +,9O&[\\\$=2)2^>(&@6<\$.
[!@!'1HC>JKR/C'AFW?=XX2#\\;1=3%^M/?*U<3WD&J;O,[J%F)+KRDOB"/IH!+++:\\V@K
%T/?AS*3_N";;%-"\\>?*ME/D3QR""\\!2+G6\\?C.
[!@=E",+=SU+'BQ>.+T%3@'>PF\\P,2>Q%/R+\\F\$31)@. M4(#;-6\$S0^VD8
:68Z'%PVG';\$%THMI#M:(VCB+0DT\$;L#0"(*W1=V KJM M3T)2XD&\$^125
!WL(L(BQ)6"C*6UFK\$D%*S(475G>@CZP-W049I@)QBO:14' M: @)PJ'@,=H'/0;V,-
#6"545D,E;(V_@;A3Z51X08!05B!0+#\\!7#7\\9W\\!G MK\$:TH6\\I-A"-V\$.J.VN"/?
C.)>5^4@&KS9F9A<759W55W%/W"6VOKZ^/9JA M^"I\\\$0.PS:-BTRNLSEE!T:-
T#W>4%M82UY?UC\$\\L>91&OEHI=P\$WGUQFD803F87"CD* S;1OR(/@1\\#?SE
MC^0E2!\\#)M-:"P!*_#EQXPRV5W8U=)G^YQ6%\\C\\IUKL^\\I"Z3AJ>8'4NP'#9 M\\3-
S=_=^'_O\\FI*(\$7\\PV39K5:^QK8\\T9W\\;0.)P*\$"O>07&7M(:V9-\$^_JX MF_);SF:#J!/%
0F\$6@<5Q:#RA#4P0_4*\\!27V2,RUVW/X@<3BD\\N8>^B!&S! MLM.U.X6YG89VQ5JK=/'
MC*):Y?.F#W+C\\BN*(D6=LINA&#M%F\\J=H6\\NF M;F4@6_R>B7K,L.U3+W5:
(RZH%\\A=(;M0;\\S:/5;@\\!8V&'7T3G_<_/!5@5>M MY 5:^V@<[/'Y5H*M0S6_NL%*NXR-\$-
O6Q)1:0%;QH R8P;7WR&JZ4+++:\\> M//Q0_G'SQ\\HY=O\\S?/'_??[A]?
GC/>UM0MY/,ROO\\FH\\JKY>A\\2:LG\$Q-8
M)U@Y<[(K_0F8VXK%0)GOTO8=\$^*I#TT+23*R>V8!*;2!QVG:8-A5!YE#O'Q=
M^0/74C1X?LQ QR\$/%T&\\!85V;?XCK %;UC>E'<:3_0/9%YH<5+B\\ MI JIU,
\\H/\\@IT5\\U"9BBWB!:-S M1FP3;\\WT!\\C\\99A9O%(H4QFT#96WBU+YB=01M3O ?
\\Z\\CDAN:L--M5>_?)>* M*PRRG&*9\$3);A;BM(E@K=_WH?
I%RHX)5186VFUEPSA0\\QY,8V
M\\#_W,8)LG4H0YQ:W.K7K5J^E=ENMBE1BRB)F22@K"&7-Y*C\\\$0J.CFJKO>:;
M8_4DG4@ZV3^=K)EJLB6=K)P5W.J=X:Q@22/G2B-KBC7W)TGZH'(-^FJKJU6\$ M3
[=_*H*++?H8.7T9):Y4VUJ\$@[6#"K=IHE#6_4W;ZJ!9::?M JY5*2\\M1
MFM(B<:J2.-4\\\$YI\$J?.&Z>.U.BCW:R6^+LL/\\TSG3*7,OYF^HRYNPRE/GL" MV4NKC-
5,MW6&W@>)4PF=5YX\\!2>.:\\> M>%6W8KSJHN:*E_FKB_+\\WN)>L(KYSUL#\$:5V\\
(#NX+#K F\$\\T-JE1??DVZ- M2N+4FJ#Q#L.:V_W:=2=G,KC\$FS/ F_9>HD&K>=%
\\J+SQJG20D\$9W.DTJL2+ M+LJ'>K^JP85TJ&Z?)S7RN.6.HWX-\\;QZ-B\\C&
\\BW2^77..+7&C-@'3LG@SUGCU)IX^\\ZD7\\MBTD^Z4_?C M3CW^\\JOZ*PFX(SGP-
RI"6%==>\\;E"<4.?S\\["<*TQR!NFE5"JT,'JT/Y \\;3+ MF@&WV64=R?
\\FR4R260';N#PRZR*9J:WNSK6EDLJA6^2RG;V%FQ(9:O= Z5' MKB6%5037)(7M.I2T-
"G6KUVWFSUUh)55GK_(BLIZ%81REC2O^WAYLO#P\\O
M#_==;=N029T[<0LZHR*T;0VWB^)2\\J]+NI"M(^M J!;CS2H*-)RLO\\PHW
M;P>W:890Y2!06)<[4XUMK8,01I7\$2(0B\\M Y9L\\)>C@E>OA0JBMN"4%D\$+;_
MJ%VWFEEG\\D>)\\O7 B7/&\\U)\\!8KOR_^XY-JB0\\!*"\\%("Z\\O86W,_9L5X?Z\\ MN\\I^*-
"@41KZ8L;1@YU^H*\\A,T%2;S\$HU.Q+4M5L\\IEMZNF895UG1#J.2@@"^9
M@,NUD\\!91<)92V\\N*3\$F@DD#\\F4!+->S*D\\["E=YB1!"P)^"P)N\$Q+M+A\\!9ZX
M?"53\\C<:Y\\MZ)GM;#@O>:*D+GLM;R4W)8<%R6/"9#@NF,?)R4G!;&IW\\!%\$Y
M*5A."CX\\W.20X*)PDT."Y9!@N;EM-W=1C;/DD."+GU>GM==,LMG;Q+IN#^M3 M-;7?
K\$H?E_XA26A5.ELQ0AEC9=V?X32KUWWU'Z\\(E\$DDGUR63-D)Y\\S-CN
MEE=Y(&E\$TLB^:60_%+)>D/0:O/%.M\\=SXYV2R.2B2O'DC. RQ,N1YG7UM-IU
M7QWT=U;"JE/:(-\$J@59\\!&=>U 5K1\\,U.HRO1ZBS1:B\\3NU;JPKWRLN E3E42
MI_8RHVD#5H5MBS6U/= J@E>7Y;J7EV^R\\<6J-!;(\\G))1H\\!&J;U@U
;2KULQZ7=1#L6B\$Q>D M-;6YOAC#E@^8*L)K2Y_6)\\LWR:N'.QOV<0\\S)XD@?&:=S\\C\\-
\$CS7">!?6(H,3 M9XT\\A3\$G@RH48BXR+'RH\\NOD-UG^P/>NH=0\$M5?\$N;ISK0:M?M1E-
M-7=F M1X4N\\JZ)%M)+,HO,UF6NE\$9F&*O3U+Y6E@M&4EE%\\\$U2V7".Z4.2'DZ)'HH-
DMP\\1+\\ZY/*@6\\O.Z6%7>+R51'>)\\E7(-B2_9\\C;(^D MAU.BAT+L?SMRR*)\\OQK,?
U>'TT98G\\;O\\^A,.Z#1%M=_@X_# M8TQU\\!6T:3/=D&Y,VV"V_ZG9KO,,C*W"F
MIFU.82>T%#T_!D1++&+:L\\#W^.,&\\YF+3\\BORAB'H\\A(M65)U@9-H7%P?C5
M4/=,3TUM;LKGIWO*".Y*-^U\$)%*GW"#:CQ6CJ;+\\B5>HL(V1%2 RB%/1WKRH M4)D>-
\\!8\$.NL1\\A(JY%\\IV(7'\\PKYXB!EXGVK\\ P5VFC"P HCDVF0'05+Q@ M-%&&*3C=
<(ES.DW!\$<#KAAA^)_\\>\$? D%FKCG"5H.NHEMPP38'(7Z*O_6< MP,6OWTU_\\I>L>XY-

P+=P,]2@D)Y7?!?..8-7V:/YF4"ZN3NDLY3DP]=^#4< M,;Q/<1WB'N KGQ9*/
LJ%] \$3\$00>5\$@JDP<2Z2%- ILCWWT). C0-0\BN8N+U(0-6LDO"&N+A^%RVXXN%
M% !D4^:\&G.N S9TD?DOP4!QZ^TF/?..9>FO"NSZYS"+\$ __QN&OXDU*L3#PHA MUH@?
T8<@KP)_ ^2,)4<7'J; >JO1&'5'0\H#-N#?F?0
MZK<&;6TPZNB= KAA_*O3J84/3=SP" #/IE5T-@2 _\>:6/X82?= .M=GWLH?I.7 M!S>W
/AE,!/W+*#=#/0!#R*OVS +PLOBIM8^VZ\>GEWNE MIY#5I7U6A [Y" (0Z'71\$%Q4\$Q^
VJF^X\YCW? %?O[%1:P('1#9N.> _L0&W@ T&P#=#' MCD=V*O[F!+[RX>O# MUZ>/H'?
Y\$ \>H%\2#Y] &\$&8'%GL811H@N,\$04.3C1SL&)=@Y.)*
"OP_CIV68L@Q'VH0C0D\$,3<9&7#WEC[SV*?P+Y_#
MO\$#3IANDASZG&1"BU6+;/A0R_G7,Q>H-SLE\$ _\$V\67Q=AZI^RWI> U;8RO^J
M4==R/U^VE*,5NIJ@T%++/ ^ ^4N*GFZI>OB5ENF(:\ (F6>R]W#6/;]C7+F]B(M38=
_RU-)56EV6BV-TB>/T=8?\$.#=#CD@SJN\$(M _AT-
_!Q49]@6LU#IW1,"VM5]80W_VITW>OFJDT9?S3:2.Z&0UJA= MMU5
EHJ@T"4HDW=LS%R7&>3?EIKDUDST"0/<<2A"G YD^QDB8@9&1XI2@ (3-M
M=JHR%52JG =DIB6C4K-VK:E-[5PT4YFI*C-5C\KI,6H=4>?-%*!:= -9(3\^-)
M6VVUK6735V7.N:1D2+XYGA\S5:VO7!5,3KHSO9GCZ=;O<,,S[R',;L64M3 #Z6G&7(*>
MMRJ13>MDDY:T3C9IZ>[A' _?/+P\O/W _<;Y>V1HLNNY/!/E/4.;5/I.*.-KB1
M+YA3QCQ/N3,QI=GT 6ZGE\G]9"O/;;S')N^JC0;S5:Z&H'28, L-X\$Y*;;! M:D^J? _A@#
I\/*DA-#I M2\$G1NC(+U^/YC;C4D" MVQC5EQG&<%<6 _\$NDE'N8&
(XIC,JIX_Z)B7LC;DTINH&,!0%85Q)H]5@A@OS5-M@\$=>L0:D.\$3ZJR'R.ZSZA^_
Y3S9..8X!41@,O=IU:QT8%,X!N>.IGW14A95TZ/N)+WF((QUB MYBA*9LJHA=4"RZ'U.X#
I,, M0T<'R+"C6TV+YNOYJ@, _\$>TBL%>C]H/>S OWWIZ>[?S[\0>EI3\OMP\
M_OI\PY8]IY>;Y^7I+S'3^FIR7-U?EJQ_I;D+PGC;W03I=*CV S3B@AMNO _*/
M,H(D*48>'K\NXA)\\$C+20
ME^G\$" _JAW^ [A6E*4UZ@J9AC_ (RAB:8XHU'@4@'8R'1'P13X ME8WE7:# V*],^:
KM1P#!5\$ '<@ _R_R367->W 8\ M5(5-&\&(%Y?&U9RA?%@XT9 !8^8,7G?=,7XN"B!..4\$[>
<4U@;")>*.FNRCR MVVE1\$RE\$!=6@P1HU2"#40X1!J!0558*:#1P8TZNWUJA!(/A>(PR.
<18PQWW% MXA>/%='CO'FB'JD-\ '8\$72@X_I+SP?&+A1G5
LL)>+/@%5)2T8L1JBF)V LST9A".H.^,0,;/OS',\!'Z9*J/7 ?0QW:F(\$^9 M_6:ZCHV
!^T<:%)/50OIRB+Q@5PCO)\X.I;#5*&VVE3 37JJ1XJ7I"6A26W
M:1:26HY70^GAI>BSF>OHHPGL/(M_* _<)"AW2"6)\$(:3R\Q7C:(-X)2\$\"8V2
MUM!2^BEN(W4;!V\$..+2MV:LORR8(F4,"AOX\$K.JT192# .ACPW7T/&!\$(!-\$ ML/9:".I N8
5P.)W(7PBQ:A:A3:,2Z5.H'(9NVPY+B^8<:4C WEEHNIO"(0 MT9.!!"-8#I\$'
CIAOV:,J(R>\>8V ID7UHJ/4 (CO?+205X>J"N3^0P9\$*_ M'@9SYN8QXS?""D# '!E7!8S-
=&#- /_*^N/E4 _ _/Y^T!/:? M, %VG+\$)LA[Q1:X\.)LY%F: !ZUAH>DW-8(KI**A)141/FRD2
2"7*[CD(C?P M\$[ZA\X(IH06^8*HCME"#C/%6G?/XZJ:C7=\$;)VAQ+34X1>)JX3O\$ZP)H5?
U50WZ7I"NL^5G)0@\$=(J]2MQX(8!F"X# M!1C8.&###2'0/2<\$WV?
=@')!SANNR)\$%1="2H.RU[A/ 3358(3GC23*G%2I/ M7?GGQ*3V*S90.?
&U'/N4H!K]E'SAB/PCBPKE_1H,X0J:GB,W)I]Q%D ^D["6 M#)8&/@.,B#M/O-!?!%3.D7-
<)>@3)V7\$2:QPFB'A!H2-5<*D6<&]\(S#S].<>]MR/K0*6I%(FIDL\$5%)+(Z8AW?
YD\CH3L(!:RF%U2STY%589"NN(Q"NVEO>E> M-M\$&\$AO%D'M]691N&+J-
=]0BH'69=+B>A+1X236A\$/TC@BF:#O\5K=82&D29_ H5/7JOE^U]
ML9',/95^% _UN7>N7V%IB]5*'+M.A.SI&ULX7+GS0I9*CU"SPB2W2^\\TJ^LR M]
[**Z7AQ,E:S@ZG.G493I3=E#-P0LK,RG6JWXSVMC&-YJ@ ME"[Z1KOJH-NK_\$R8
XW//,\$"V-5TIW65I<@-2EDSNRL9"B#?"AB_Q" .\$.IT* MDV:OI-*O\$Q5@55!1UUR!;54
8>5"=T;CG8 _^VV3-"<#M94W>TM5;<1ZVX
MT1NHFI9UU&Y7!%C&S978+3^9"G>\$%/:53K\$X.Y#G<'NG%Z1 MY--:239J(,9
M'P_ =S.'ADMM.N#TD*8FC]J/1(@7 M.]W'Q1PCYY@X/1V:MH@X)<-(<5(#
[5KDM//^SKR3] CY!G\$0"K6;;B*+*LZ9 M\(>U)BBSA^,EDO'P8\$1@:1
WW<"3HL@Q&2XS-L"CXT#2I&P,N+4BQO<I]F:R M=TRG&YM
%NP*3Y4'B86<71I=7\BOI>@@AO3#?]EYF PQTRE.R&J(M79C),C
MY1+BE>4E'>BV;LTQG3>1H>(OYB4MR=BSEV7IK3UL-GOOBXI).I1C8'J)C)C,
MRT5J3%0QDD[V]<*\D#A-8>UF2 8@H6!>%7Q^"FD^V5-DY:DM*5RPP+;F 7*L9-
CUA+T\$)Y^
M)=@"9U%P6:GKR3E7F")&)PCSP**4M2A;!:9B^KOEI&P9R;P1W.TK'>,/1+)% M*?
9E_@WKD&YQ^DLVX-G*5)BL#""!_3JO.%>)[60G)DZCHXBNIN5#@])C2FD>+
M0YK@8WYRF.5JIT>U0+I=##K;9 _I@4>E!IH5VD6#TIU>O=UMEA.4;M;A6LL:
MPM!MG_FFNG(R1-JAA3VH+G00Q VH--. LNIH%,1-0LNX4)" Z7R,81C SX_6

M+A\$,==#Z0"JEHXD-;WV=RX\$8^SK_^?CVM>Z;@.(S?YW=XLP8JM9NVZV>VJK
M758@4Q:B\$FR.W&R*Y9-LP/=)>114M07IL064F)#;3>SU0?;#JN61%@-7+Q8
M(CP4#8*"69C>VC@7:M!E6% M7VTCW7N@37=:N9GKIHG000(B_[T?-<7ERY=3+/\$;
(_)44RK MJ&5==_FRI3N.)5;.;*TX0K8F&>.3@5E^_;X5)9LYX._=I+L\$KG.C%=M(=G;
M#,9:62UGQ7-QAVH^)^B'?|%|RUM|144LF|'1,G2O*V!-.^IG595
ME%|H2Y4LSK='J)+\$>;M9NVX/U%XK6RLD+?7*8=>AD&L;>=ZJ7??4?J,J8|//
MWDZ_Q?;6R|-2I&;H(3.@>5V&VE!&S0KHMM*0ZEDL;T|/4EMCO+,\$Q:X95#
MKD/A5D9JC\U?S+CZ+W.=/!3J8DN1?E-K?JX(FH+9YBJ_DH>MDH;E(<15..E
M4W.;)09R*YXS|M^Q!EHZR58(L.Z!E6WJH-32I(_L5-"IH+*|/3Z5I6SWEV&8
M=)%5#KD.A5L%E>U!;UF MHR|':67IF2M9'M*DDKZ6C4Z"\G-
BQ=@)5#KD/A%FDE653!L3V|G;M!5B33_M9J,"-/;RLZ5C57-*^10JU\)T/!1XX;.;?
3(D|>U|3^8-G(JN/=ZY',5\$G9 MDK+WH+@=/7^ZTZY=|S4@|6|6-
"CL3D)4+JG\0JC\,\$2^1>);IT-JEM5&LZP(MQ'&I.J?
I^O(6>^)^E5TA(<"UA;9|.)_2',13#26OM'|43O*:.FNMZ^=W\HTJ_M\$U\UO9ES&D;+?L?LO-
K-5C)3Q_*/L?ROZ'L@?4;B|L_H%=%WL MNM976_V='6BR|9HDNPH=O&!8JN|VV/427I
M0-U&|;K=ZB=G>HS)7J=&;.0KIW-="F^V#7=LJ:Y2O|*LC^AX>CEE[CL-*|
MV\2Z^%YI7J *V)AGCD|%9/L.^%26;*<^--^VN|'X LAU*-S*3|ONMFO7K695
MFL"TM&QSN3@('EO5[5"#P^Y@4!'M5AI+)=|?
W=30MIB,L&AV53PH&""7|LL'A::%30;%|!%"W8%L<'@R MR'4HW"K6=G@L+
(15XZ_07E8>5C9X% V."PLP |<'@#;7-G@*\30J:"R M??2;=%#)9(/#4T&N0^%6066|=6(-
#D_?/R9|_JU#_@./ZX+WR9Y_)X5.!07U MT:=U|3K4*2HGIT!ZQ2J'7(? "K?
SDDUX74*6_\S2NBB2?R)Y!LF?0?BGPT+I" MC_?&ZB=9EG)+|;(F*3L"Z'L0HK;\=4V#)?
W&VI_IYIH2>62RB^+R@| #Y%OD_M@O4&M>M6HZ|V.^U,-EQ\T8-S|3.-M^CX+|2U
MT!DKMTCSMN_E06,!04-.U?K #390*TD|JDY?R:3;\$;4-!3= ^|G^0B1F>L8
MPI(LQ4'/=;;|95WY6XKI+/I(BBANBU8DNMZ\$7:RG^)W-0^-|5^)"*U=B6L,X6+
M1*:=D>E .5U'=7K>+!CMV2D1"6/|TR8XM5.KOW7(=GZ+5WIS%5K\HLI_3K"D
MY*AYKLM=TD./M,HWYG&Z;1>9W6D+BG_GL;+CMVBD;H^GY(V#DG
MMSKU#9(VSIE#1P+K0X:9U18)FGC?&ECS53TDFECA25Q|9:D#4D;)T; M:T9.E\$P;
|=IU1^VUJM)_O*0LOLJ;?%9_M9\$+B"3;-T;B^93+!82U.|C:H4
MX>)36N:69;33U0;|MJOR<|^)TG-JUI MLE8R-O4!FWHJOU&5L0N5*3== 'E*Y!' .K%-"
<\$56N:<92,E\$.2&'H-;*-K_=0 MHK+A;5;4|2%I6-+PAC2\ILZL7!H>-
('&VVJ|75;3<4G#DH8E#1^4A+%|8U|M M-0Y2*2D6)+P19#P09-
(!LW:=;M5AN_MR#2NUCNGC4|)*@4%_V(Y\9RIC DU\W MJOO+RD+#BM*QB?
BJS)GN4B\$ION&;|HFXFX>^7E3IF"NN3@&WGY8;73J0^LM^M M-UJKJ^(*%-
CUNMU="NRRR#<O;OY!YN< M@Y^;N,X|XOF(W1TZ56>9_P_)F @3R
|D(?|7V!AA45SF|Q;7JY|JSJ MF,UCCC*|4-
S6P#0736VUI<@X')A3)C+J)NA%!Q%RM!1&|USD1P;|:.\$,|)M|>\$ =/:4NY>VQ?U& Q2-
M7D,EZ|04"78V;8O;*P-)RSH2(UQ-O=5HC+JCH6%TANU!OS-H|5N#MC88=?1.
M?|PP_M5MU|9'6X|46??QZ>5>T1H*S6|3/A?LP'H'/WJCILL/MN>|) -&I=M
M_)T9<+;7&VRV:~HF^Y;V0Y7N!FHWV|A|;IP J?93NPWMW_>/C'S/Q=N;F%KQ|>'NZ?
ES5,7=4J6+PU9R_-
MI1'(SDJ\2#GX;?)_.>1\$ _BB!R_#7D\$@SVTZI6Y9!!TMZGHHA2O9KYGC8*MA1QE8P\CFH-
MNHRA<7L,V;*-^15:G*K6|K
MA@D/A|@*|T'FS|Z\$%Q\,9@CRS>B0%#Q!;%^CK=S"3K|B M1N"CJ#Y0V#
|>7;R)!_LKW)MM(-O='KX)L?9#\$\$@Y^F0\$|CNP=(_9,?T"=?CD MH18!P47:4Y5WTY_-
B;|KCDVX?BO@6DPQ%| \$ Q_LKQ.ZQ8#C(;ST77<-.C7* M)R_GGB@@@3?CMK,#':
6\$*5X:2UQFC)QE866\3S@ (O6<@T?7.*3P"6ON)FX'4@ MUY"|C9Q7V^1-V_@O0QYA1J*1-
U,77R%:^6QZ@O=|@RW""^'. "B_=0+)+!1SGAJ!)S,I2%7B)?G7!)92<#G/2_24-9+N%1=
MX008(|J|'5L&/H9I-LX;XXDS-@"T")^|%+F|EJ<;NV9;;@TUAH'O>"
|X>TY3W|P/"1,6!2B*V#P-6M|P+9|K,%^XWV MAMF"U>*B+Z2!
<4<<_"8I'H1RUB%.,+1&FA3DY@E73G:5QIQ,=/8"IT;(70^Z)D4WA7W
M=DZS\$+Z|;*.AA(Z1T@P/I%YSWTBOL*=|1<*GYO1"!0J
9)MAD68R)W)G1UG9Y>0|JLT2_-^MB#%4.3KF8)M_|;F"L= */3S< MP5,X2Q#| %C?
45F7Z>Q^@XPD BRJ=K1A9K.G(5AI9='D|H|. |;PE64BRJ)"T
MX!YNX>|4\78_-6,J_-RUADCB!YJ*_VFUOPL*4)21/4I8F-!L4_16?F\='87RP)*%3E
MK3*SLIX;1%:VPOM+\$)=*4*G+4)K6Z&RV|H.>D).3IM.5K;%&TG1_VZR=&V M";;A-
%UJ69;5&JWYH"R)|*>2-'QFJP=|H=T?^.^3A/O?)FJFUU.PSQ8G4 MAL-
=52|H.ZE>V"VGSDB%I?|*G7G;H^C=5&'(+5C|JK|3?W6Z^:^FOOI-2DB.K M;PGXR6

M@JDQG\{JURR!4M-+X(_U\$BCFI0AW[S.\!4.)}PN\,B^:"5+&]*8@3Q/F!AS,#7YFRIN[F\]O
M"7>&(R03YIL #T90T[C-:L;C)K9YA6\FK\NGN&[PC\Z) [-=U]);>Z>P\$SVK4
MZ@WTF%LC5K#?K7NM0? _1J XE;#REO\B6Y\6#/FP8\4VTW#8)S3RM65^+VQ
M2L\$VP)K_E#@^B\ALK+#.\4_GAO"IE_GSIC6QM#;I@:L?W@;NU\H;W+'?C\X
MC/2_>8X; VX>Z2I_ "Z@VK3>*=("_.<80<#1Y0G_ =HTHRE"1"-^&1"2,,@_
MBTWW<1TR\IE3TVV6BG\HG5SOH6;\$SN%WML;>:3\I.@?>6H6E;YX)KG&4K"D
M8M9<,8_OA^UA8SOL.T>;X^NLC69T^FGC9B>&WU3+#+(_F,\.8\$H)_S2?M"\$+W
M)IL!XKXH^OUOPR:\T\;B\T'ZN^1^K5\U\IMVK0?
C5UE.6;^XZI5@DQ0E:YS<:7WVKLJR;FGYNWDJ+8>OL!ZN._M6,#2%BF86;?
8,W.\&6;V=WW36-HU;=>6>A5;VK5YB\;MW *CUKVXVKH_%=>::&_Y-ALJ9M
M\$^+,%4\93O;PVTHYIT! NM5W1C\B/?9+BP,5!;/Z8X#"ZN.L,Z2,/Q=Y@Z)>5W M5C"IM-
CTO'SF71"HWG:G6HY\5,"@/%:..?+C;/'D.&%WOT%>J^MFK>C5-7P&Y MN7<%'^TA"II
<+3_V^I+*2"NS#RNS M-ZKX%,IXVWIPJR>:L))D:JN%3Q)C@2
ME51\H7BG*613Q;!!+MD'RQF)F-N-JL=;;PI5B%T1H>O%.#YNAH;I^O?@\$/>(
M#WM+>#1JZ?U1U40"06Y+'_3J=Q-ST4SF?M_KJ'=U<7W.T/=C:GE7?*;^D-
>7B;M6YG=EWI_P> M+;FM>G@A/:_90*"HIS@6 /ZR0N.5?.B3N>G/%9#&:
I0K\$U655_4^ M29.ZUG!=JU@IMWX3VX*R%96JS4D>EMY\CLG%/2TIFB-J?\ M?
+_&E3=TXG^\RAOX? TK;YI1K-%X"@75K.J?\$/BP\$L<^#W-2>+ 2QSF123
M2!SX56<JYU5_T<_"0=?PZ("690AX>!EM50-!4LJHR6DM52\$@Y>0DAN=US?
MJPG43;= <=>75BH!;\$@Y>JE^3U*^:I06/"S_3&2_VA(2#\A6B6PD'+^W:T>Q:
MP:LX)!K&\$ (W:.=@TJ752Z_ I32S1NO7KTD8'JXN7!2X'*^5MPF,\-\$D6OPV
MYFYP1">CBZAZW5K@@Y^N.%1,90WWE@SX^>E,8;)OC.<%^,U0*)G\QS:
M\N4<#1)^V6>#GZUR>E=CG\$ON\|+*JQ#ZOX2;>E,NJ.X7:.KFKFQ+I?-LJC1.Y
M6B5O\G;?#6@G\S-=Y:W^6K!&7D-0V*?-R@+W?@D<_VPS[M]B7TN=>T4=>V(MV.?
=@<0^K\3\$OM\T6\YL\$H>?Y_+*7*? <,'*TI!%W&Z4?MMH\NFWWS MT;)ZC\W1L#?
J#NCKC8R>T9O.&Y;_I.'(&IAUM%TO1R+;3W MRG_D;JV*?DI>1GIQW* <'YD\LL?P
9HX'CFS\0H\JKA3K M\$!_N7.6_(N=5T0=4**IV0H:T"%>%X/Y59@R_\\$&S6"_I
O5"NFSRP\!&4R M; <<.7Y4W1A"_Q8>Z9T
=2\G.C/2#12&5\MSPEZ^??.:PBN>MJKQ,;2EPM9 M5*IC+!<.O5T0#Q2+STEM\$
I*SN\$%6IGOK,A_@4T-+\$.J-JK%U1@LP.4K,_QY
M<5"5OU6K/I6SV_SG;Y*,@R\N!MS\$GP2Y/MJ_+*GT?2#Y_M4/75CS.OX6O>
M7W>CZ:7EA9=B^,0MZ*8"M?/:K*1X+HL?+1+@U\\$.S69%>G6.2:_Q=6@MXI<+07W
M%=.;3NV0%YV!\)7\RF*NO#"?=%#I!+[-:/A)R^OAWV5GVF #GI1"..X1'O' M
U7GK^/>1/5N\CAK\)\F6_JK\U7A5M_XO74-=M>U,M(WYFAA?2W3+F9LVT
M'R^\LE1F3'=N)/ZMAXGMKV0&E1<IG("A"%Y!;\$UX!CGGX)M^H#R^PA\^
M+KL,%4L\7^9_UXQ(5Q_#Q.40KE_#4(V#50L#FK- MO?Q?WH\Z_A-
PZF9B!\$SY8+@_5>5;ZYH_ESJ5(PG7#Y.B@HV0WZDB+)<.A#^ M&R=T31N\$?\$
_ZQX<;!>R0'<(@7PEX!*;X_5OAE\J7+S?TT:_VOZ.))X;^\$EHT MQ;\&&^;D, _HY?OH?_HH01
V5F^+ GX!4+%GHKVP753_4>JHE^6NC;/1<7 M9K'">RE8U4V\IE\XNO9?^3G?
CHL'O7USU2QT4I8Z^R6#/U!\@L<#^4G.<1F_LI MI/+;H1)Z3XG *H44IG+QG'?
(40Y!5'X2Y80%0A'FS:>>1 &%Z?DS#^-:91;! MOP(0X#\$S/AO;KN&+;,(IHU_9,-_2\$R(_@-
^+A)=A88%4P,GUO\?ST_M^E\H'B&\$?&^7N615U/8%Z)QQQ?*
H6BLX9O/I;X8\VS=9]=%'R7<8V@;/PB M'?-N"7F5E3\$WJ\$4;\NB"V7@!+S.1P,F)G0M-
)A8;"TNS@"EX?.1'4SX-#\$M\ACN@DT+ M\IE\BEZ#E?
DVNKC26HOP207;U#0I&%/IQ;?)2QW3%@&3 M\RO:L\AM-
F8^IC_<_)5\$10)TZ7BFXL4(Q/I#"I5M+&@%EJ_Q_ ;^*,HV4=_1<
M2IH3JXACW%R5WTP*)\!\$8N\:=Y2_T6'R6\H0^\$5M_U!>IEZ9;>YJHSIM\?2
M**1G^8Y22?0A8OK\$'OW(%\5'@_W2FS3\NS2\!VJ: ^M145,;T>P+VU&O>;M M7-?AG)-
H%0\;R\IE_ \ @^=:K;L,4SF_RG-\9;L*'PZZER?_?IA)=*">"
M4"AQ0,'48!1G_05A56Q7%TH7B_IH<5'_1BL\T'S0\,\$(I.">/GSG_A-"9SQW
M^@%STQ*9NM13H=(OKMJM\$M2;WQ2P1V>L1&I6B# M.PH6T?8LH\$IH.SFU!><0Z.!
F).QR?!"QJ+&-O1?H/P8"BRPFMP<%:..2^'-5 M.:2U\DA"5JM32CE)=>27:/E?
2!5E;N8PR8:,%J7'* M_3Z'=\F7,?\$91=%BL_V3<2\<#LYMR4\^&D\$. \ \$RGIA"&S(8#\EB\4;
I_R M'5>=&Q%Q\Z:\$K&0E)O)QJHL_59KZE\IP5K\$#^#TSN_B\4:I, MB.X"0KBA&;H(C\IV
I^5++6=KA0"_DZK5Q+P0QB,;%45RWMQ\;?* \$^OMDT/#
MK;1W,Y%;E8K:;D&C#0WK9B+'8%-RD*LPHL."8\$/96Y2.6DOV!@BNO\$SVFGA"
M\E"=%\@^_@/X8WBFG7LK\#!11N\$O-F@W?/I=;G;#Y\?/EXKY)8DOE!5_-
M;DCN*29COVTAOLC"A?19Y_9I#)C;J4T,%S\$>>VCR/KV:253A2#4_W M 6-IP_/A1=A\$59#

(*\$#)!;:\$%B;GT,2?K4RP\ 8E@)\WXX^@?^Y\$91OD_XUO@ M!\$Z*+!\WW\$ (/D76HMB HF?
^0_SHS/=XN)2;MEW,6DW1KJ-;)C_BFR.JL.'MPK(L;.#O@1X"<Y/(F%<>%%&,MB\ "UG
RLJXU\$ "YI""QI)M* -T8*HH*BL MS* @<):A^JODFR= K8\9\$UMPP33_.FC/%
K5I)4O#K#CQ*9+_ZX 1>S><0XW.!4*27D):^,Q\U&C2FS+<9:!!36%\N#,IY-
:3Q5MKZC!U.K M\$B#;,\$HMR()WECN 1X@QI45IA/5^OLI
M"7KA7^8/WI'ZPS;M&=_ ,R/*#)PV_?J7-\$!U-3 _RA%1.Q\$?R:PX7?%J7>\ M3P11,M#?
@^++X%!Z0>0S\$'CNFN+;8ML@@T2&SP&G"OYFB9'EJGY\ "%;N,<*/ M)4XWWIE@.'Y<);
(.*C+"+IROWZ:/H/M*3^77DC"&(7:&%D'E)FU5IT-KK.! M7C00>F)@I1-LB4M(8X2*
(5+8B8HERE*>;2N)C9<=/-)> NR'I P#5^?D;IC&Q
M)&2+ARBK3/RE!3QBH190VN(_A"^,Y3:AH!@I,\GL< T\UO@<'SAXY?EWD8H(
M\$H4R^#D(P_J.<9QZ1U\$P_-B_:2G940MIC:5C)0<@L8R@IF"=4_%1.L&I(-+
M_MHS2!\$&9\A4MWPDP84LHC MDK_3M%8X=%CR5^;."48)>
I0;\+JN4J:G!XPI^XEL:49+F(8J*B)*X(AX'I,
MI\$>;4E"00@L<&ZMC8VICH>38E#_ ;1'YYZC P??MOH^1A0ZU-%0ZA6&*A4"H(
MWC.89/0+,GNJ<% '6YLJ*S&A&H#J1N+2*\$C#1QC/A=!!Y0*B8GQL>U&@C,%4
M&E0HI<3W!E6JNP:Z6TD.\$F8\$?B(W7I;IS.)<9J;F,INZ!'7(I\$D#45X_'H,) M1EJ0Y8*I!-
CP,FNJ!>7#KJ>/,W-P9(Y0QL)<\V\$J'R<*\$WEC4JZ"L_Q51 M(6Y2
*5F+T0^1@'6LV0WCBSE4I6U"Q6]^:T\$>%)==W/5UK%T/!H!U==3*29N M"L:S83L;R
@E_%V8I&+N\ZI5<#J*1*("\)00<9'KU/C)#&TN>5VM #(I(!?)I84/YA+9F<62Q253G*H:-,
I(HPET+ M\T,\$3GFDJ\$_.I%(EX\$ M8>,O6^1F9(5.5#8Y4VTO.B2FG?U;G#!EYW5K^"
I>NN+-+N(0XL'X)1%+*4TI M;JMUS2LGZ<<5_L#@XDK3%S@\$R2%7V6';_ ("!8F?>0R)0
EQB5"+YN MYWPL*SW-Q?
V&.*B+EROV,,=))YK=N<@1A@W*'MO)8>PJEM\$MJ0V*ZP9+4ZR!
MXMMH%=I.W^IFFD!@!>5S7 !ML;\$1.S=CV-7!
MD4@VU8S+,O/A,7O&3ZSM;+XC"71?)LR-IP%+S0XV8SZ>,B<3* ^\$*V45:(MW
MZ(_Q13IT" _FZXU&3IY\$7E?"Y!6CAI^ ^/S_35> M_1.X%YCU0W@+S\F=K/-
AA%:RA\SCY(TI'&0;)DLNSRY-2 :#/-!"%=B>(\ M4H*XGZX'8F",AF>C?'L5\XH_?>23OC9-
YH@-"^QO'B +V0S =MS=X=ODN-6Q? M7)5DZ7I3J!XAEK+\<66:23 HF8.W4-
(4I=I3&7S#BV?(_3PTLI. 7U_(C M,Q=D%,QHGH.8@;+0<IU<3JDFG00Q\+ %47%?
BG33!8BTY7^_DBHBHG4SV'HC(M\(@I(>"<86J9-
C)Q'00WI*KW!E;=M_@CG0#)M_CD+2^.*;D>.,3PO*IX_26Y M5&DLWJYY@@F=@T=&
6BR=MCSN"PYIC@Y%UEX'Y-I7!5HM_FU"WT%/D%U^M\$IM& Q_7+7?8R
IYSMN7HEKCY8(D5*Q9-&I-U;+'7%S;?J2^U@L6UW_:7R58G5
MV\$O/_^-5!A/&PL4RURL:\$:7DU',JL",L:ZPWV)&^=(C1CVQ)'818/I@G<0W\ M>J:AR4<I P)-
+<%^*6\$C#;K%N:-@M8B'I N+U_ ^/'S<?/SY_ ^UVY^<_K'I_?
MWF\$B<1'+_EF4R"1/J8'Q&,\$24@J@T!IOS8JDH)7I\$INE=D0%-!.2C*Q5%3<"3!85)"CF?
^!U 6,?S M_"\$3SSQ9\$=J29I? *Q-F6";Z(1"5X?TCWOPLM=?<_2IX-QUH-=YLC-S)IXI
M9UOW!N*"RZ6EM: \F,-?5#2_7(#2-Y?3D5N^(<^QX'")WXP+RI_D;EL;
(NJNX6TB55B!8%*BHX6V,H;\#. ^45AQ_ X>U_>8E*\$ M>@H6\36
/@F^1B&6'PXNKF!UR@2;)^#E(6OE^&+5IQ,\H=6P0L=\$SB_*Y
MI=@."#0"J_M/9!L4AH6CW3PK(X\$ M',LOQ-G"3CB0L:I(02ZX/U52YZB)C7(2Q?-\$'I-
V!R:,C!*MJ/XC2.C\29 M@2F(&!AF3>\B/?QL@&^QX/K^4?;=834,>%T?U6CR(ZJB+NR#Z^
J)FH0P*Y% M)8I\ '<&\OZ+?@,B6XVOG17YE27>PJW8&_?'6E4RC-1K^=(5<DZVI\$6HJ\$5
MR9TINQW!2.OA: >K\$30RA_I EUB:^^)\$8)9\$5R9CYH-Q5XAB?<7/IP59>-'YO M
TIZU7V*-'UYG>+<#9*&8<<(^3?G<4BA-MR"%G:M-Y0@FE(94UQ#RI-OKUE5-MY5S-
&HJ98(C)H4K\9/X1QS8>!7)V'1K,:XC)R\$.(*AWFN\6J+V;ANA:KZ4/
MNKL::J#INQMJ^:OVTJJ4_%#9P)_VHYGJ17.I?MOTDT4#&IR_07,+N M]3?
W9T=28DXT\$:Y+\P/7=CIEHZ7I0!S@?V\@AI M6]+4VZA4LRE5,N')
5/1<"TUV#K3/<.F;3?AU>I6E*U5JK6<#>J-=S)48%4 MK?
J(D52M;55K@^"H3+40HJ^_I5G*D56+O.5_T 60I\$W\'(K+LIOYBV_D7/W'
MH_ ^/.0R8"O@\G;KC\W24#0%ZOB-Z*IOC91CNTQ?JN5&X"#L%SL#CPNR(4 MSY?;Z_O-
L'?\$<"4?:Q%8(OQBWJ,NFWB32J?(&X)(L/&2UD\$;8WADNT* M./66\@-
'N_3&EQ\ZQIA5/B+5!M1&)0==10J%A33XAN%RI#SGE:IF
M!0).F;=9B02(3XS&1Y_'2;848GIRFPNOSR_Z'. \$O@FFA?HH)M&2"8LD'C5&@
M,IAKF8_E(6UG8#S,5T(6QBN2TT>\5" I(@W?L/9=C@!/:JZN3IFST#)+JA3G/R37_N.<2
MWK-(PT1_X^"I>+5W.1HR:#?UAE_,Y/D',JEH!GPXD(^V(< MA0C"L)K)\VOB3+?L@!">>-
L4ZI2'#<:2#@9Y28MOTN,U4I/C1L%Z8>OQ^25' M/H@K6F!QE&D/.PXACI5MVN(S-
JL;L&PG54G<7;"1S*)1!7L-AQ#F\$=6<>KK@ MAN40T'8M1@,F^71@KW((21TN@I+(-

[KQ%BZ+O A"# RYA8 /;(H;)6" 'P=KG(&#HJCVR[4WH
l\>;H5RH&>A[6/%/1@/OG|OH;3% MC&D+
(YM^J_(IO<%C&G<6X\$WD06%X&#^PL0EZ"CS=E%,FI?I;>M4^X\$I1T) MR_=\O=M>9]?
_ \$7^&?GJ CQ0OPL,N@I>V4I< "Q+F=WM^KSOT8@*'BL+"1.NA
M9&05J=9RD#8B%;@Q@U)2!6FIO"-I33TY=5,J08?Z?\$X3ATQ[2\$R/;R<29SYIHT?
GGA!K\$ MV S"EMJ\$31T0@#N!;_RIB#5;)ZP\Q(!A8-KOD&,"#=#!#EV8@H(CJW_T*-*
M6RYQ"(EP\$OQXR17VE-B(F-&ZT/^T;_+2<,P<@FS3U%W"X06 M3SH#G, ^RKT3'W9
[C+E4.7?7/^X>\M!36!'3*OB;Y6=GOD,!.V#S2S8>&\
M*X(E<,+ ">8R0%%6F\$#ZDON'8L/W400VI>03,) ^?;DMHE+I'0S[A/7]QWDB-\$
MQ[YVXI>&PE\W8*H^!QDC;2&?E";EB5YFODIRFYU+@IK!Z2?FD<0 5MQ\)(M2
M#6[Q.)R8-7TIKQ_D)-B3XLH% C<*87E8YR&3JC S7ID)D+'\$WY^VOS(9T_4
M08FTBFB/5HR<4.8^V[HG"N^8X[(+;J=-!PCBG2&D.^&O03@T%48%HY%T@BIV
M10A13WC_>NIL'Z/_DLU\$6!O!C^2M5H& !(I6SYVJ(GI49SEVU#7R^T>B;,>)
MKE4\$BOHA)*!"BS*..8F6Q5X:P5F^NY(UT72%;'@YD@7%B'_2+7SU^?S"%FD MR>
0(\$1Y#E.JEJ)=#1:MNP(6;7?Z:TCVL>4I 1)/NEO@0UA188HNSN)9I@+
M(>B#4C%3M\7D[QI,"O77@ZQ+R65@?0^+6Q%LN\Z#F8P!BJ1>89W;BT7>SL">
M"91C1!.1'IJ#^)K+^J\$)0IC.HZOBPK>(!L@GH2GBATM. M#H>-
A53,G#EYXUJZ9_!;AY[Q4=(^+)Z3:SJ&-"U,P_H^H+>JAS(@,F@V5B/
MW5:_OR.L1ZW5UT:5AEK\^Z'>VX(RC+75)JEY:0?1M8!!'
MS42.?""+\94;BELT%)O@1Y838L;8/6CT#>TIL)=(8BDIU(=B!&
M;HJP6E*+5V*EJ%;;KK@9,J@(_:BVI8[ZB]!+,>^/2MI>>*QB. MK,F56B:UK*!E*
!UM[K&7MM0RJ65GHF5!5S+MXFJH#H<[OK,F
ME:P>LB:5;TE6X&)00,MTR^N1JFF+2IEJI66G0.46""DS-P<6Q5SGCB\$T"Y#
MK7ND*E[,R&A.43DZX.=UNC7\$B-HV1RP%9%64L)Z ="^NNNVM@VTI('44D%W(
M1P[VU]'6>ZN4CSK*QPK?K\$Q *OIF_8LK3=6[BH3GSI6W3\$DX)]QF:>SQ^C
MLLNU3P+6TIGF(B#OTBN+J;^YRB XF!H>;VS[0\$ >.\.\@!2?M7VV\$0\$I2L@0
MMN3NKC#&I'S42C[V;5U&F/?7>KLZ79/24ROI6>'0;2T^'3HVTKIUS9]S2*OO0P:
H23^+LGT D9GA5>\>8&1[NXZJJ=P:X" MR-
UOITCI"ZF_4GV/Y9LKK^ZU%^IOU)_COLV;JZ^V(6KH[9W=H(HI5?JKI3?
MRH'IY@K<)07NCGHGH< EZ.E;8;.+%VMJ19_?.G]DCO<2HY4\$2A#-9DX,[FL:
MP409X]HMEXL'REL&%T5 K5HY+=_HZ_#034<I\$ \DO?RCY_AC5UY
MA7E'IW?A9* @0%DI;U:NX=_E.ED(-"L.=\^QK[@O 4Z*6#4N?','^/9!O))7
M+V4E_98Q/HGCW?B/@!'>WYV0Q,_NK9##3YZ?+I;_ \$H;!5PXJ\$)I2;0^W3NK)
M>RU2&VNT\%U&I(=41RJRI#3CQO2Y1?#7BYH%IRC*^=ISV'\$^))J8MN#I_(-
M*>AE4'<-&JOP2KX;T1S&7;B^/ZH->KINPF8.ZWVL&JTOOU/ZBVXF.-
M""L*:G=00\$UB@YY#.2S"[3^K&8++I?;#;BS;J;ES+G;/0!WAQ=7O59G.7>%M8H(Q;0
M(>=L)^9\3X^=I97-NX\5K.J9U6%#@ 8^RM(..6LZT=!^!J]I^_1WDB?HN
M]53CL!_VP@8N!ZW\$/@Y'?MO;SB\$E>+X1T5XDN-M&":I%78(Z2/-:K>&WIGN>
M))F^&MC<-7Q=T-*@6VA[OJ@MO%ZK=,LGWL_9^H.HVG:PIE?@\$T[U&9:U::Z M#\WG:-
;J"!L&T7S+NL;THB\RU!O=0;52AX6ICAZK>YVA0HG<9OGOI%Q,..M
M%N.X_MTF>8U#^Z0DX\>@&"AB3WF3QOR\Y0>O77HIU_EE@ZWB1,JD30389>4I
MHR5;WG>Q&?#X%NSMW?B3C5I)?U,@6^W0I:OC&6A'&I!>SD3VPF6H"\P;J
M&Q[C]@U&?'AASC/C:725-0/O#&CJ:'M/_@GZ4D4U!C(ALV_5P(WBX<6KK!%=
MQ(\$=C&H1Z9I/7C&4>\5!%+I*U0*R#MP0+I]Z)4^SR"H,LFC[0%E09@
POKKH#5>_L*EDG6P3LU;R@'"CV M=!:%=),*M@Y6!#
(\1WZS:'TZ@W+O1AUNTO\$QZIGN)/E94,RU'4IK#HO[Z5 M&_2A-
>@IQPE0G@TG8HHWWMF-0XEK<@ "U=LR[= P[>@ "5_KB'1UT-MQ-IOZ
M@)P4BFKA9Z2T[48\$JE&Y^F39E2JDJFUTVFS;SY:5N^Q.QKV1HUA9[351F;/ MZ
W';>M_!OV+Y94OHP,4 17N2U 1T+>[AUM%ZRK_ ^W\-=4U[KU0KF[KQIE,I
M)%_SVK5NB,I/S#7!;&)=F^,%D5]2,=73N/ #2YAU'8K?71;JJ&[NOG[I_/#U M]MO#O7+I
I:-R<_?MX?.WWV^_W7R^O5]8/4UTGF-Z^N7+\F_KI55;0JK[0,KZ
MWHI+\$.KfV?:BP'FE2F0@.I-4O.7!JV;TMM97E>^@P2Q4/@-# '1!PX!)3OGRY
M4=Z4_<'SE>^. ?ZD/1Z_5<:V@V7."K[!1K15C"?XGR"\$-83WX!"%=*MNH;4+MHL?
MFS#?YTW>GHW=S?T[!=/N9S)-ZJVO!O?)P/P%3 WMY M8O;;J<0!?,7KV#SE'1J"A-
#*U2YQI0_8/JPI/O0".&7(\AB%D(1(CID(*M^*%;(P KX:9_!@<"!-X(".; IQIPVQTCF!!!\$. '?
%)IHEI";W)=&B5.JQ<\$ MJ?)!^!>21CH.>V*6\I9?-_Z)HI7JY&N A#R: L@SOT+S
K[1!&UTO3">ITL'1RQ"#RF14WFB! M]QEZA S[5V3SBD>0 UR>6,1G5[DS0P\O^8%&#V
Y;\(Y-9'4"J?%!3V20N% M<&SSJCF0Y+'Q#*(4H<\$3.9.W\O1WDQ

JX##D?"^EL5[T7O]G/^2V^%C'XT MIL83"ZY?#/.K'^B[YW(7C^5O>
[!%5:=53&8J8\$<=G!*J(5B_RP!(IEA\3%I; MQZ#/'TD3S'-E)';2@=(=Q Y-&4A
M[4*T6\H#+3(F@!-XBL\$ _2)!)"B)L_\$V1&N?
#!TY%*1I.^|&D[XJGCNGP4_\%*H_5TGI+^41U MTK%E@W=A;3 6+,JPDG6IF0UV-F-
06\$Z@*!_%<%V#V.ULY(! (US3@T&R0WUB M8!U@S!O;-U'.WLS|XBV?,%(\$>1S@HIX-
TPCCN564E=\$^9&6PP@X4;0 _"+0: MCVU_NME*(%3:PTJ&*XQ":A#FZG67A3""
(>SJJ(B^AS%L?.8=X1K"WIU6MO^6 MJW.%@|M.7S\$>(4*+PL6O+
J1#NWWZOH<@3+_G23W)F?_D\M'GOD+_^GPIWA MO!BO
<.:67_OL;J+39MO8L)F@7W'\$G|NPH\$CAJNUXOC")#L/ MO[48WN5'\,87\./ TT2G|E7-
C1A,O,BQ8/.)\86A'E)5*AKF?TECO%F+"1# M0/N'H;SX-NTJ)KK
GF_X=CRCO/= _X\$)GHIM2(4IV?)_!"C|PI9OUS(GZ%>| M(%- />4^9=I^
;V*/1F#SG2MV9G).7;K1BNQ7O/N:X,1.T6MEYL0%V7QZ;2EW
M60|J2.^/5+%J&W<,SV0,28P!'RR9 & ?7|)%S|)%U,'R*!\$!R"*\?KC^C>,
^@@@0(K,4/GGO)8X\0\X, M11WX|'RH3 M/>1:G8M?C^#C5#._+ _7:Y Y0WB|9;C(S4JFO3#
[XV|>)*.RVJ2LNL;=ZZJ76+ M63(/EXLJF|D<.QTN-!_H;(>%+>&\$GG.4\E8%7YDS(GE_
M(198@EMS-JG4MA62P6@F/6#2=4I(-0NI_BIN=C)+R0,V9<0(M%EL\FG9Z>&J)
|'4)OLF^22P6B|D8N&F1TD#HYIUT7J)% M.#> D C^E2_ZR|N8SZ|IX _'=1;_I
|.;_#%,CO2N7>L+>S*<3XRM>:\$H8X&P MAU"KO\('P:82\26"W)C)#+)GWKSK,4Y#&
<,\A,*C^O>S\$CHG'2*3@*)XAZ=^ ML:SD!&M>7%KK!+IK'K2-5ART:=TCG|3U-CQI^Y<-
%\$@&W=H(K_#+N&#I^Z3
MX_!N6P,1%|VYM;O%,^|^IWBFB=OWVV_WG^^^*1|NO|U^^OR@?/|R_6VSL8:
MO:FG:C?Q\$K,?7UB%*^,CF/P MR-S&C0JU')Y
'OGV801Z_BN8KC&!;S|RT8&PC^1+F3DPO992MOI#+7*A&8X7 M5_3T.LL.\$3_RI0HE
4_9C8\5;V-JW4!4Y&/F/&MMQ_8O9EW^F_E>R:E8OPL:
M73Q/K*74N*PH;:F@Q*>=*#YS0@./5A6GSGP8!*F#CPS0B7Q*'C.H*0AS^'D>*/Q\$ _@|X-
M_T80&F\$4>Y!NO";PM_G.-Y<|B-<'TU#!N0!>@P.-'#71-0<;A1X='L919H1. M|A;3GA??
*_DGNL8WO+\X)CJTRH8Y_5WF7MS @1RV-T8-F>A,-A**5@ _?=/O
MK0%|TP1SC|'W.#F1H?X\$8 K J^3R,9UY+H5*13%/:"V(L0F
M=S#J1R'9)&O=)EDI(T&WU1DTE@JR59AL%;;|5F%2F*0PR;YS%>|?W#/_&<^@
M,""3EZ|EI>N5ISHK+F\$54XE"PGB_Z<)MJWI_XJ|HZ#2F5C>I9>LWJ5#|4*CN
MCA5J<"5:T3S-JE04J\$.W|FTLCX-+ZZTKE0HJ5!GJU KFI-6UJ@1:%0SMJAS
M0_Y')_4EH6);@X#82_V6^ \$Q-P@;@/L)RW*EC4H;:".7FMW+^HN9!(^_71
M5\F\$|C+1JPNDN126H_J?JV1%O|@:=.H";2QEY;BNU2IAZ8"P=+=&_970:6NS
M^WKJP63^G5P;P7(G+^ ^,VSL2@B#U7VL+)7OQK|C>3Q>',#R_Z(.=+%E2'%S
M71\Y<\$>@U|*)Y&ZEIK(75DEJ\$(ND4P10D%+3<*G9J|T+ZXZO;84FE,3FLI^
M626I&5Q<|8?%0\^#2\TYI+<6@=I^6U267M5)7@KON3@|>=+9\EV2IMYF9;|N
M+PCI=R&CF;LF928%3ZD&NXXK|=L&W(R47I+9*;3U6TG=|;1U=7 V*7J-45JFL
M4ED/DW1?6U>'|8NK7D?NK%)9I;(>|=1C?6W%@|7VUIT;CJRM: 1LH%_RU93V
M73@.@LOM+|P/S2R"W(P! X+"Y.)IU?:R^ \<4B&F-&^%J|L;|,D5TL2Q@0E"*
M%7)TS(NJ&-&O"<*+VR A-#UU#B;|!-)3FORV!X\$54 D6 J.@!@B+-9!(-HC M4QQ&0&1
KTK<|E3E=JSZGZ(P&EG,|)P,W\$2^#XOY1/3!_IUEHM!!@;|B;|2+ M0CGPSM&5B6#|B
M_4^|,R?12R98;<(4#;L%@*'G|<7M _\> _E?N'NYO_HVP\$3<;'+?E.:2QV
MZ1:NMXZW@|HE6H%T5=\$.)\ "T8|.4C6%D")4)T2!_A?Q\$H&#(DY7=P%.5^""|T@L?B2?
M^,XGE'0 HA&OHW "AN#?S'KP/K#T8:MB3YMA#|L! 1M?+|&U36Q^2IH#T6>1
MC+@|F=X4?"5@-LQ4>8-45VA>2CH31CC\3 !P_TT*BH(//|_0A+B%E\10|>W?)>.N|Q^
M\OR4_G?C&V(2+;QL!;3R5&W!*0W<<=>\$E?? ^8BQOPA ZC'Z|E.D304UVDU%(I)
|N)KB_938^A-(0CS+>7"7-7"SA!)R,6GL-"|'21M75V M0(ZS|^C83X;PG
UNCPA%\$I'D|'#XB&D+JMSRA0^/CW+?/G)@%?F,K8STV!&>H30\NIHT%
<'>LG>M;F17M':. _=&>H00U=I* M(YVUNBL8O2-NC@| (3X6Q M*_>??
K"I86,#DDT _!H6NB6/ANV0\+\$,W?I M;H!N)R;/T\98_M!2O4Z|!" M3+ITNZJF+W9VL+|.
IQ=S>OIKSB\N|;^B@+>I?X'.A%HIM9>:='CP71)9VGC MVLK|A_LK6E7M>
4(43%J%3\$JXA7,8W _|_)MH5,&|L*?15"& ?0(T#XU?7 'Y M1/(^>|P'4\ 6J'"%;+;"6AV,+ \$-
_L,%^0QG2A#Y\A|:ENY1R#S&C&^Z.RUR M%O!L-##|8YIU^Q%WV\$?OF:EQ-T:?
X5E80!1J*0X\,D_R!A|WD +LP')%HWA
M338))&C@91:|RW.U7MW/U0;IN9I8=:7CM5O#1\L^,ZX)2BN\$O MBV=LQ|*P!>2Y?5 ^?
|NY^WJKO/ER=W _|C!;4#X9Y?OM#^7^/Z|_W":R.7\ MN21<\$>3>N"W'!)!W-
OFM6M|M#'.M7DY\$AP-K)|HMT@ M9 N-#8@F^|%(89+|6#9)GG!O"/,=1@C?
6D=>M@)%7B5(&X\$'RA>7'6&/;57@M1>\$X60XV7+^|JF(9|JH@_D|!H6M.

MJ/SMBKN4UE3N57T3ZU]<#31UT-D5[RO_>J\$/A^6S%*P+2SZ)KW:C@
'X1?I0XYW2M>,O/3" MJ< 5N?9IPWWB5S_+MF"M?
7\$U!&S=&UU&"345JA51Z"Z\$*NOTC>U?S+K_-J
M4F'3L+)WJ&OZ>REP)RIPM9(W7LQ2I;IVA)5WLS,8<;.^D(2JG^"
I^AJH*NI_B*4GZK14:00S=/J MAH@N%B-
WNS@R5!@SV5Q*T3>;A8V%>'V#&Q7X18W6Q7K8%3)V6_
M2;*_J";*0N'OS@G_@LIZVL!PO2VAMM<090*(!7@< JP8_G7L3=J:ZL;AU+^ MI?P?
3OYINU8-I/G4ZA<37P=7@%U6HS4IZOFX^CROZJFKB\$-%SNU<\$+HD/CUI
MF[%3VM3;V!P@TA)26VIDJ#MJ?U=%A3MA6\$UA,J2BGK>B'COL7*:RG.T#0ZFM
M4ENEMNXLAEVFK-VMHUBIK%)9I;+N+N!>IJV[K4/N8VLKQ>K_H&+C;-^L;(>B
M#9L/7;NA;8GIF_?,C'P[M%EP^MT(HM9GW00BHWGHI#;A01[%97T)=+I&_311?
=F*"I, @:B\JZE:>,C'!O\$RXJ/ MV3QH<0JDEDV80/Y4L \N[T]G^SAS)PJ0G"]>Y%C8+=8
^;Z;13S?I.AM4CTB-M&QJM\$HV-*H7I0[2T*A1X/NR;I'0CK9MZC!BW[%NVC;I\$Q%RD[%
IV3S69D-MYR(I3+4@VBEW+BJWM#IV!S(CI^Y@GDGOK[B/NV6VZ7H*-
\K7^G1!Q=7FCKJ M=IMPHT?>-CNLQ*ZXI;LCB2T1RN'%5:D*2U%\NQ%2E0L8/D+
M/Z<=7 M!19J(S%+WH*_XME7 1W'I8O<> Y6Q,E1+) H/&J#%^&KMF>UE#_<9W#?YZ
B-MZ4U5,1P\Y'F:* YLASG%2881/@MUH."P_"Y%TO1'\$/!-EOLI@?W,(G_F M!3B?
<7I@!W_C#1>8D.24&"UEC7+B_5-LYD0!O9: N.-J,@YD[H,R.(_%?
QYRD#1@"S'HJGG25SFY\2X@B' MKXKQ80@6?
1TP5_\\$7IX9V%\$8V8FGYKY'N@_#)&3ZS/2>7- 5W"ZF,^8&?%#V"^-XRAH-?!WAI-
VZ5<<IJCT0-XI0B M'X7+(8B6I,B'=+)Q90GYADFYI5LIE/!X%RE&>'3+F;QES[78,<>-
S*^#MS-M021A*U&SBOWW0\$@IRG]H_%+
YJ!5@I_Y&60S1^N^I8P9FB0')FZ\$4>CYK[I&5_M3I]Z;^>!?^3!WL
WP:P^W'YB#JIS8X63B.1:O-ODE;#&-"C*-7*3Q^,J255>
M)K8Y(6V<&>"UT%;HC<LI2A*7BZ:P.&%'6P-P#P!(1=ZSGPW7GZG MH^ WW;?:
253V!WSJABL*V!N)K:Q%'H95";5*U ?K=LJUJ'^1GRK.M?NW%P7
ME=YM.>D.7DXIFS.Z6VONAIDM#N1XQB?DO+9X8(#,+,-,3I WT^^PG4YNW?M M8-
A.1M5IQEU 4'<#J8^N#:H4#;B&AO+JUD4E3%Y=;#?6VCV%W@GEZ.JDE. ! M!R8WYQU-
&);?%C/IEK?A(J1HZA8CO!IP0Z_)7"T MJ#V!@P34_GEIC&&RIPSGQ7@-,;,&CJPK;HP&>?
(AZ&6,,\&B;9I&BP).#-1YAI4B3W&%XAK,2TB7#JT M"D0*F&*<#MEA(#;2ZAZ(C38,Q:
I9\$[+C!YMY/B:-EL=C_:(0J5^,Q^YO?_JZ M^ ^U!N?IV4?GHINIW'!??_/SC?+YVZ>
I'U^O'SI??=LP2NN71VG)AIV4#0D M>@#_ ^Q@.5Q71*C"4TF+D^" <;4L-/%"
[T)5:0%\$*^^@^"?;G >!A;28>6K]X MOA4PM^S"2F=P<>6YK&!!Q9K\$?
0,:N17L2\$N!P<";"A0,-1QC 46I#I\$[5I5;B/?FS%5N0YL(PE9,7L59QJ;VH(
M0Z8I_\QS;-&K;L++3WF)=R;\$R-D:U5& B-X6OPG+--"I(N409-5)B.Y
M\^9PP\X/(BLXGG)[2_P+%W#N8D"< J9GS0<8-: #IXEO"#=X:N+# CZ\IY0
MZIH(5&9=ANO?RNG4^33BP0L-)I9J3&/\$PH%9?DS(P!\$)6E*IZC*@Z/KXK=-
JBBWE\$VW%K-\$LMEB)^\$;X1A4++;IEIG+%6<%(U+(ZB5D*^!1 M#B)D?
10R3>UUMD9+V9&0G<.1"992;@.%=?*:L0*EY2":@ MFV1L--
Q5JE)F(U=+R8_Y*S@R;E\$2VIPN-;#P[6.J@^WAER3\7P=96Q8@U.C M'IX::>I
;TL9.TD9J\$!2ZIS<362R>_3E;\$:'+#TNB!C(I53TK2WF6G)#6I. MRELAHJ#
(HI2=\$>AT]%;KP9E5KW=QI?=TM;WIX?O.65WO
C.H%+9JRAI#WU0=FVHM@<[KE"3RBZ572KI
G"D(^GZX.*JKPW4_DCJNM1UJ>OIT_4:E#[IT MAJ#L>A^A^
-0IC6ZARR%ZW");9K!=BU#&J0YVAPN>O9";97TM A.8""*>) MX)F.@ICJ
B(NIR+!NP4L\I0X9[RS_)GW;=@F03;1Z<#R30Z"VE\$^1CIT. L(HJVE&N8IE_PBY
&B@EE"&@X M0C:#J2:3HAX).1!)>G,*E(\$BA\H!*(=S:REW-I0FSP0*#QU\$5B/\$<=
M&X7+'MOT60,4&>'B8?;T>8*(+^%148I+\$ S7Q T=U!PW5&IOBAN:R.7M,P)(
MEN#YI48E4)V140E:Z\?IF_IQ\(&'KI3_COABT<.:CFX4M.C\$!ASX83D42F
M^JXP(BS!VAK67V?. BO!^JF6 E,*HPJBNJ*)H]&F4,VNB:MNCEP-CB\$!?'
MJ>,0M;5!+\$FAPRM>(Z!IWIVHI<#&R&#K@F+&7 E^N;!<)JF*A=?/?!\$@V+
M\I\$ABJ(#'(\$#F&O/I#.K'G41=((KS_WXE-%K43-C>\$*PY"@ (T@N@O M7,V_QK8U?
L4Z+*L&#>_HF>^4&.*3V2@J07MC=.A:O_>/3_<;7@CX M_+<7@4?D10YV@3*L.4!>*T\;
(T;+_ (SILL,T<=Z>,E]I\$3!X_]7&(78Z\ M*ZRG5VVK#7L*
(IN>B%WMWQ&_IKH.L6<@'&WBAP2F.7_C0P?U_\&H;+:"A M:>K7+EA")_X#3.
<3Q"6*UKI\PD:-C&<\$1Y9880@-2_(J)IOG.("HYV-J M7DW:%I\$^!I9^8KA/M%--
;2(E^JHVD*4M6F;#=#FF;PB9HEXIG_>3-VC(GCX%X
M\^>\PRNKQW\N7F1!JP,OXQ9;RYX2YZ"-:!"7&@\HY\$!7U7E->7Y3\9F M2!

(P1ISW0>H/+OH*GXI)[R,6/?JN0-\$8UKFE?'9Y'R)L P?^\\@ML3BX\3JV^ M-
ODX>,4.7SS@J 1&""N\OWON\PGO)955"C%>U:N?@!;RF?X-N>'USLFJE)
MA+%@:GSMIA%A:S@SC BHF(L\K(VW*'N.N UFP9%'+| .SU&&WQ4SA.2_A MN)"*V,.V
X\$+CCN_C0#60*/@S C"Y/,\$6^W#PC!@63PTNN_SL@71!90.PK@A
ME8G#HM<\$2S;M&,5)B\$+TE3+=#(*8\C'SU5*;X/GE)@'"#8]J(!QH0#:(6K3
MQ8T1403FO_* @KPV,,+ !>QYE:SMBUA;\A (U_-; 8LAI6&-XC@PV4WJ3P MILOXQ#Q/R:
(JCOV344R4H56>%ZH2P'='^@JQAI!0D#0^17(N^I+R)7 ?QSPV7
M.W7TM(U#6S:%5&^I"Z"*?6\$H^ACCT2?,JPQ7DBI"-T^- 'XR<@\\?P: ?BKCPP M,)KQ&?
BD: '1.+W5?*CH(=\,1T.T\$;B^ MWCI>
H,G(QVF!B(61#6@)PYLWR!,M!&-42%7+H:0/GB@6?Y5TC/:[Z, _@;XUD-"W<3
MV!!^4F13WLX%!9*9\$Q<(_2*ZD@YOK@#B8U-1;E83S&. [T.(YD,=I*P&Q\$-
"D)IQ(0ISU_&C&V]3=BU7R=<>)(8H^ M9F#BL;\$
IR)P#9C5<%2N*O1QJ6)'@CN0)A)Y8D2YYYH%%C&5>\$ V-) \$H:3-|&203#::CB59DHEA,
MF4'C@RFXI)E\$<5=3,1 J^/;S_@PI9!U')OZL()MQ0R=*PAF4S_CS%Z2HR*.
M\NAH,D9M,%=X"?%XKAG8FL3L=%,L?%JQM/(OL3] *[1L"CPW\$4B)+MAQ_XS
MY_IS9ET)O_Z>J%L(-B+@"7S*&:6S K\1>QWQ+.C4?
O*3K^P!@OULZH!+NSAC\$E(\BR0Q4#>IT0LDI50A *B MC_UZGU%QQ!?
C=AZJW[,42M<+G(#H>B)\D;RYF+,6:98Y3O*7I98UWS_N4#?C
M_C6HHC!TJB)D+!DE(U,]^DQ]H8SQE(%PH?40,)X-VS&\$ 8770?I@T4!VOG4(#S0> M% R;
[T *^WX,\ZWBMCEW&K+AHF: ^W-)"K+" G8/"M4_OI10 !N!4\$)NA MZ&<-S\03!)&?
&K^X(?=*J2PTCA,O[DR>)>#<<#:VGH&U,2&(\$JHV2\H&'3 MA9/N&3[LOC/'P,=-
= !_I:3(7&'RX(#^>'X]B9=Y.LLR9]=^D#1X1\ (U/FG
MQ,"&I9>!B;WTN6SS,VJ_C2W7GFR38D075'YBS^CS8#-#BA=4M":X,8XCV,%, MV"J"-+>
LXG-"^P5V/M)%0W?SQ/I_=X)?5PO!WO\$;T3%\-OT_>2!DQ)GJULNC4D:S'K M5W?+_R=+-
%ULSP&Z6E,-G-TA?#T #3U*>70-,>A)*K/V5\$T/3P7E,3 GOOD
MT5&GP<IQ_C18S8CL,)?;CC=\="),VR3+&#L&-SQD MZ_RH\;CB4]QC#=#!
O#@U2T3.+A[/*!,V]L+/P*Q2D3CW+@SWA\$]1S3B%G< M*^-H PW2M)I&<=933:T
\$TDN/9@M29 5#Y/"GX^3"/+,BCY*W0P(XZ\;0\$ M=_+,@HUA#8;#VJ<8-"3), \$KU8=|. ^"/-
G^Y_&O[ALMU+13T5.LJ7F(S"UL17 MS*>F?V".U,@RE4[(.:%%.C'9<^#^R
_Z,9<)E#RA#]3W#J.=TJ:9VC&%Q<< M#5", '(>Y3Z2P&+QA*CIT>?
HQ<7@3K<)5OY"CQ"-!F?H(*- H"37R@>WA/>8 M2;SJ;W74JH3N@3B#RE(ZH6@\$H@-
GCM5>&9#V6R(J41N,,DXI%B.L'T<\$'8 ML^RB02G!\+SD#2'!:\$YLRX.^DD1I
9AP6BD0;Z^@\3.K&>6V]L\.,01*. MK6,/O/GD[PMF6AU*?. ?8N*;1C"A)YP4F"48K3)A
YP\$0L\?=QA/N*('N:\$\9=9&YG1,?,4R"79%@3N>) MNP=-0KR7>P!389C+
W8\$/_N@K0K(7#E.6X^3\$3.2AREJ@TSR.> MX!=%!C@9\$>?Q9\$)>MH(C)4J?
TUZ(Q8%QXH,F6Q"4)'5J @U=S-@X&!_1047< M"FO^A)%LHY5TBT86 \$/^UM-
L_\$FP&0Z%1UR@>' \$8Z,@:,K6DK^Q95H7T=U,5
MTI=5(<6JD(-7IE6,Y>*JCJT.A6K4,S=N26\I?QNV.HJP\$BIF:,3?U I-[N8 MV"6[Z_=-
LQ]9_V!.O&QSR-SV9CR7?S88_86_Y>-B3T(:?I6'<:31:G"J]-Q
MGI(J'HBD==;DP)M)+8_M)AJ"S]1Q,[LF/U_KV *M]!#S%RPWT7
MW3\$>M*%F.E04H@R&OP%O_3C-L88"J#D-2\$*QM>P#D]H(!DN.Y8G+/*^CYZ<*<
M64YB-?X%(?;Z#/BB0.^ADE=>(^SH/S\$8;-(HJB,^P;+=KR,[H8IGDGDSDS)
MWSK#7JN7;@0%+KD;#M]X_0W3>NEVPRWIXF:X=_U0;NE)Y;==M//X>0*C#?@<
MC=ZH-KLD^=9+WCE T-7VZ>PWIP VRAH!W,I?9'T&-[/J;_2*3%2_%' M>=HB^P"(SI-O3
JN2+?&P^)J^J#F]N#R^P<3;O;TDJ7B[&J&]"=&X)XE3!
M/C.LXWN!)-9/=A5,\$IX=AB\$G_BM%=RESL22SU_Q#"),9.TL38^K!_6ISQ\736#C;*<
M?;+3BR@%JN%GLR/%&=.\$<@DIY_-6_-8S889E>I\$;KK6#/(/@DA,,O\2*!TU.SD'H_SJ&!NQI
MFDP1)P9(:+ Q"EXO85Q4L\$ 2\XT8VH>OF1Q/1FO:"U:<'#CJVC@/G2],EFQ
M7:+L39S"XO7>[J7X^2UM)%U]D%IW44WMHVP'(GN5WW>RFD>\A0&R)@-\G_4U
MP%23*48JW:/^ -NAG!H*/K<@FEEL3V.P,5-5")]"R"6>&W]BD6%)UCR+D MN?
Q43*4OX@#ML@&,UTPB&-]*DAFEA[T+.WVH+'H TP!WUTRNW21FC3<14_M@L/+PK
&, +CMX@BQFT]2;9%:PV?UC.JG7YO@EO :UP10)A+KJ"@8R9S8@QH5_M"4,5
5@*EQ;RQ)O6>AOS/*,WOIFHM4='O9I8,<'Q!U>(:Z!/OU]??\]<;_D* M(H\;IXE^I/QDU!>
(5Z_ /K\$7*S>Q.)"JH9A=/: .SMWID"]1G&%F^0)&AS
MY>M301.T:*+PWL;ZQ;B8FU^ (H0L'L/^ZI#3PLQ>E56?X
MX@'4:="NN%*3*@_QD[\$PIU=RW)A]\?S>I;_*QG1J^NOLOI:U1!4750ZL.(S3/K^ [VY M_?
#YX>/UV_G)MU(IS@6R\$+UZ>,94ZC_#?7.#XU9NBKKZ\$ L^25GS)\$_99=R[C M?=<!)5E*?
E*2HRARMS(S+^9',G>:)9\$0IXJ=;Z=55IEN7KIT?@P9>,A#WT,M(

M8=K/MJA%5E/0E*7>*1&YGQO>=C%BW2+P55FZ1FARBX75\NK1;(KS4QXI2P7
M%X^4(?*C\$@&+)KG=ANHO\$O^.YI#S\?">_K,ABL%P3=R|P_G3C7Q'7'U/W5TJ
M!M^>245+-R MSTMUR(J6VMBW<;&B*!FBRM!X7V#\TAD5%%D>K<=G8P>C-;)NB!;?
(X+-0)1_Y60MP#0I,?%Q[S%!G>4/@|+P1_P:.C9KPX:HD|=MGRCW3\$
MS(V6I&87E(9N"LT?J-=/QN2FDA%G="WVY#.>*L';",@@/)R@"(17I96M0)1I
M)8/1H3O9^10#@D[Z\]R9!8E?%F06IDR%_0%L0J(:R@??.[RZY]H"0P-F'XU
M7&2\L,C)RG[44.AV;+|Z/%-!3@.C@7@4-T!@*%N4,,>G3C/&XF*).,*FG8*Y
M&'QGO\:+I4EG%GS/\$|/3L_BN(ON2R6N*I469%F9;0K(
M|HUK>_Q.GD+)Y1G0Q:5U"SLN+DRBX1:#RFJ&;#7#8'\$U@ZQ+6&&TC\0S\$|6Y
MH(\$)^A1JNRHJ|^:MN+CJO'#?3,TY@@3@P8&[R>XT,CNQTE9US3.
MWJ5V!EQ\PI=XV\$U3Y.9"&/LXPRUNK7&|Y"59E:\$F&K@Q/^2"?X@Q60_K!FM
M==Z_%"[C&XQQ"J%QSM4CY#%+OPV#>NI+&*1;8^W9;R2QI?MM4\=^6%^KHO2
ME-SK?&!/2HT8WLV+ B.NTD6Z.[3FA^YDX M@UG WL7_>^> &SMK^|LE|A#+
|W/V\$S(4F3ED/_H>_W-J\$%MM;A0%1K_XLOAS
M"_[TC^+O>UI+Z_1+_J1N::6_7S24UFYUNH-*0RW^?;=7;20YJ5U,JJDS>T|
M&M.OW(>H@U=N,(BWTJ|Q324\$-|P+UE(A|4%O:&KS|:*G*D +"1!%2.7W|S7_M@NZM-
U70?5I#(-9:<*FTG"C1.MMJT8G210K3UL*THNU6'#|
|,06T^<[PI9+O>;MA(XMQ|HC2^)^8IH\$KA5-Y&F M=P:20MQT(>;-
|Z002R%NKA"+KFY2B*40-UB(>;>R&@KQ@H1J;UE"=;/&|6N\ MGUEH20NV;4>7LVO;
|\$X^XBP4ZE>U"6=@^QMDWO5V3^VV!YN9|P:X(5+;ZK0V M;=!5N|VAE+;;
<.24I:T|[*K]7E=*6VTX\$,FC-4FX1CPE M"7>HP|RY#\$"ET#I3DR_>O\2'WVG#8|RIH WF?
L4%_KG;8H7**+T;J4H|BOIM MN|JJC?H5-
|URP=B;B|=-)NI4F=,9I"1SZLF<@3K0L;4ECDCO6KDNB/F'#2%-M7<-|H GIM4)TM-
MQU0_CZ2>9HU-R,RHFS1E/|G:H673+G8+|0:%C5%Y+,.53R M3AUM6N,@4W?US
<K<\$RG7;R+*G64^19,183T94W5|DHPY\$&-D@JNF MC-
&.9,ND8R*OZY5+9"G*\Z*JL^A(&3-Q=?;,.GMH=H;;5@&MOX%:EJR)&6W
MZ;*K#89JMU|U9Y6R6R\NGJ?L=D<|M=/?L\$1/RFY-N'B>LMMK;^I@N.%%C?W)
M|H)+>,-Z7<*K|2TR;7=3.WD8\=LXY1RJ&1Y\$Z_)|P?Z8-^U3F,/B*6P-4G8
MWF@=O(DWJ(P2)25-2EHU2>L;!VIW.)225@=NG+2D:9JN#GOM@TN:/.^1%3R2
M<(UX2A).UHS)RW>|.PSJJKVV+\$RJ*W?Z;J=_I\$M\$DCNK\$_IJ;RCOW|65.P@=
M4S4;)R_@R0MX!S#KNMH;R9M\$=>5.5|7Z&Z*O2^|LFSN=@3KL'NFBE^3.ROH<
M71U4#B=D\$J_6F8'C3|"N3TG"R5S4ADU_@M"/S##R83;*.3\)|:-*|S<*&VD
M'RE\$DP'T*M;A|_UU#7|O61//=FCC=1AY2!2QIS/#|J?;+5S&._&(:S-
!DP'QP4YP!JK6EI!.-65/5^>^KHWYSFV><.'N.
MJCWG'J1*D)UEDBG#UKIR1E:SU)0SE9\$M)6<.I3/MJE_6,F*M&JD:MJO_I@F;M)
M".XQ\1H41RF,4P,-!X>|?B;MV,FZ5|)'LD>PY2?;Z:C#=#E|>8VK*4^<> MZG|A3X83Q_-
!\$NV'GF+;S|:C_!593YA;\S:GD06FOV=.4A:\$TY(Q6GUNS1 M.E6!U.H5|=G8;\.1.NAN>
(XE80MKPL3S%-U^1|6|
M&UZ'D.);\$R:>I^AJW8\$Z|\$B4;BF|393=H=KN;H@F>""TV)Y\$BY53.T6TV*/: M
HA71;F06,E2&R3,>| K ^U#0'L&^!X2&&KT|K>:!U=|0TD2&PMN"2DM89
M|M1>9R0EK0|<.&E)T|2>VM%ZLKJB*4|)PDG"U8IP)U_/LPKK|)%AE/;<|D3T\
MSBFNM2EE"\$?DR\$13B5?ZHEM*OE23U13P1<);2HA39?>NI20IC7FCH0TK3%W
M)*1IG;E38TC3DX|C)4ZBQ\$FL/6OD+8=;LT?B)-:9.Q(G\3"51!(G4=Z8KS-|
M)\$YBK=DC<1)KS1Z)DU@/G,1+B9,H<1*;PAF)DUA3SDBPY??;4\$R?QY"-6"?
=7VR;)Z8.O3\$7*L|R:??&3\OC3%,HWA0!BO_9(TLZ:H5|.T7#1|J>&_P1/"\+U
M#Y!W'90N_P%%_0W;^#1DI3KO(B(>9-HMO-6*V\$CB5D<&|5:#86RDJ#5)U-YHK:%L
MO58+5IRTF/5;LN|/5AQTF*FM?I:4TL%&G!W|'OL7Q)&TFWQMRXCBI3=J?8
M%OR//;!!2S4>O>>"/WKB%:#MEKYA7K<&IQ8GSAN|U3_2'5/)FU6\&;3:53N M2-
X=EGXDS+>3S^HDI7@EF9V-4SH+SP!/_02Y\OKKK7?MUFC#6|9K4Z"F
ML964X%.1X\$%5A%TIP5*":|1PK36H&C-("9827*%:ZW^AITO|RK!PK6?JQ_3
M>E3.M,N8;(WW,PN=JZ?+KG33T>7L&C.|DX\W*==;5PZ,?6^J>!!L4CN(H"U M/
9IDK'O: ^J@>8FA6W#2^U=M=N5102UX,9)2UIG.%"|PZ&4M#IPXZ0E M3=-
T==AKRU*" _942^..S9|J(@5S80>HK%0N9/X?&TL\$|XJBM45SLUMG;53N=\$V;I25C9X
MHZV\ _GJ+L-96.HVP(A2ANO!RO.5X:ZJ:54#GD/(\,G7\24IP|L/GQ\^7F|; MQ+
<44Q)7E,063C/Y |0VW2|TW5S*D M 94&=\$V?J#=4M=YV=|:DGD@|.7D|Z>NJUM>:J"?
E2.BCC(V(|"0:V M;?U_%|;1;?;-OOEH6;W|FC8&W6&G5%7&YD|HS<=
'|. &KQJNI=P&H3TU M0A:LL|1>; !L%X&GWNE= D\ _\$B(AE^:|R%Q '(@-1)J.@5(M1PM" ^
55U*K\R\0V)\K\$>(:7&7.5F<|F,) *%W:D-H+UOP4M,>; '#B4*Q)(YI

M!PCE[KPJQFSFV,QJ*0\3)E[EIPPPM7#" K9Z"K":?T4V+\$F)J,!W:OOD2@"Z M9(!-
Q083&G:>U_1=;3*:>&%0BC,?,#/%;BC%%0<'O9IX?A6L100:ET: M14Y!
(%Y1VEP//DD+@U78"BGL,^>(L?P8>U3S[5##TF5\.[?^,C_5^>**Q ME;\$'\$Z!VWP'O]VV*
[YFV;T93F 10%]B O)%%^L3M] 5.Q)0\$H R.I7BF"00C M?U; &41CYK*7W);R)Q4+Y 5D#.
M@,F/. "LC\%Q"\@?3#: .@U")4:8'RAO%*9;WJ?.\$**@,<[T4J(SN]EM(2_#G MO(E&XX3:
[R16KM9;.T\$E!Z19[4^F] ?&<#:Y'64@&>;O<;G/'F,*T@,;&1 M+?LLOA=.O()14/K
KP%L0]"G!//H&&HGC\$DR!3_ZQJOA;&B[2_/A,\(89%3H M[P'_9!_]_@6J;H;
H4Z!HCKL5\8SB]3+.S=.E+80^8GW+_@C9\$[_3FYO#Q.JV0] M;A^N]Q-WZ_!3R--
&Z[9(0WVP'6[\$S1GL#B@X[Y\$EDN![(KB0=+Z;/WF>]6([MC@K* ?
KP9*/A!BO/A.H)LY]6'V3UC+;/5O/L\W>'X2[H,]QRA*4SEQE-(=N M^6 FA?-
O!;JX@_T@GP0WT\$^>/_U6T]N7_ (= >+!,X@?#(*S-@-W-QG_YJ^.:\$
M>XD=357TMMY5X3\$'_D1^&+YUS\ %@)G\$[O O]C0H-JYT:G.7\ LW]HU?C(0?- =0+!;
2F8Q>S-[T-(%YJWL\YA%,;_T(9N4AT>ZE84\$KHXG/F/(5 MGIL\$RBUQZB,SV?
21^7EF\$97@'YUU79(C]6;ZP2UJ_72]ZS(1&^!;PDB)B&O M(C ,IF_/56/;AFXTF,.I1\XN3%-
K_Q8+1>B%Y-81_RE0=O#2*45G+G,4 MB'5#%[S#RF-
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M];N]:B76Z\A)R4G5=U*]Y1]?_.F+X%A6WYRKA6>*SFGX?T>#W,>,5SE,+7+
M/<"%9=1K4F)TH?C>_"_JWMYE\$X7G""&VD)>CGM?-+[C\4*K_*KQPIUU.S81 MZST:B?
Q)WLJSNGK3^?#4;S4O'6L>X]1:- M;_2T1!#66O"B]>84B=;90GM.7U,J"L]9+7@5;.:S): KF
@<9#]QMZ'S @5+ M"M;:>!:M19"C4\9W)NG\K"_[V?:WFJ'6)0L]?K6,I-KL;
<(#W=V+"ZKJXDR;_M"4WNT'@-1]4:XMAR*RRX\$RMH;Q]D]7VUI5OW3G5&I JN/LD
OAOXT3BSKL/@?(H[K] +>VWL-_: M4&T/M@-\$E_9;VN^:B(6TW])^GY7]HG3447>
[GBSG8;Z;:('T7"X#A:T.DU MGI-XL:L38,[F,1Y#I*%S\2N&6P)'P M>?11'E8D^H)?
&3\OC3%,]HWA0!BO_6I+%H?=\$=B_G;+AH^7F8 MD?[1<)>""G%&RLW"BB
I518^&\VRVP;> \S"O)X?-2]*5#8_71H]8'\:5Z MYSVC %63OT>S\$">-
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M*;HG"A1@YK_4Q]B_Q?
A/K/AEW]=Y:F(CKZ?;]1=\$K3T^*3^B@6S>JHBD4S0,72A%YIK7ZY6@4%G+D]
MJ=74L'\$S(MDW8>X^0E&O)7\(*)\$70+UU%.P_3M7L21"B;3\Q]\DW9I-7H@G\M'X?
Z70^)5],DMME:0YTQ.):<5*,G);'-)+:9Q#:3V&82VTQBFS5\$S4X4IDMB MFVU -(EM)K'-)
352DV1V&92L!HF6(TB@\0V.Q=LLS]<&\P]L-<= \T+ E.<
M6K%.V1+K7:>@]3KJL#)643,O+)U:/>.678_/O%IOB^[CTH35:6UXQW]0&>9(MFK
Z*Y7M=)3FK# =F+"SK:>NO/YZ"TZGK6J5H97VKD32,&Y]C6E##('3-HSG
M<(_],^8W7*HM-)S-X,/SUR%V#_*]SO4%.3DYN1L;GML\28CP-U&OC<[-P"X
M;E_M5T9S:&9LV\$#N2,[4E3/=GMKI;QA72.[L/3HX!H"5Y,PZ%DW5)39?79ES
M# 'MV0F%S,]S1Q?;] @1*0(O/G_XOG.XEN8)QK%=51]6'5W
MD# 'VH9PJF32L*6/FG)'DTTCZLH9M=>7VTU-F7,.FPN-]B7N/J= M0BK/-X\$%4""J]
[5^A%UWUCFX'6)9> M
'Q,.NO\$C80L14^:@[5;6MK%J%+WH4+S+&S*5=KD*^WB5>S9A2_E>WLE7;Q:
M"K9;2F;:&I:W6]J=,6_:=,FWX75L0;2RG5G%Y2]8XS\$[E0&_X6^VX3@TH8"%
MM'#%8NMR?&Z-2SJRK>Q*57.M*N]3%3?0PT>KMJHJ7W!_X8)E/ZMZ]!Z2DY*3
MDOVL9#^KNA!%]K,Z#>&6_.P.0V?
9STKVLY+]K&0_JHVX3F]!@I6H\@@^UF=2S\K(> >;@6VO^32VBK0T%:'8,S=2@BV8%H2\$
MW*0A6L<0'0.84AHB:8B..6FCC8%H)!V:-_<.09CZF"&S@KK\R9;YGEF.)_# MD:H-
)"I>3;G3.8^>\0WD3!_TIB]HT-24.V?2J+R;G-'::KLM@3]KRIUCM IL MI+];
[NC7VLW=#,0G#]0E+Q\$?@\$#U5IS-0'OV3J4&Y#LD"\$0#Q*(.N\!DK]2_M?
DO]O0V(S_\$55=IO;:]K0REIOZ7];A*(S_'U5!XWKE4>=]GC:< XH/H-R.! M?J-U6J-
R^)]L<0@OAW!106 HP)>7H/O%C1;R;4E@;Q+M9C AS7&;G-OV?L87P-U*?
NBT/UV^HKQ"+M3%"Y^ MI7#_YT@FH=/_DR/[WTER\$WUF/+'+1Z#XSTMC#)-
]9S@OQFN ^U]6\$H+1FZ/A MHN47C;,>EU^XZ<0M(F\$@@<;?
+_VWK6Y;21)&_TK"+_N73D.1!, K_9,GU#+ M]EG/=MM>2S-[WD\;(% 4,08!-
BZ2;_ ^9&85;B1(A1% F1MO;()0%&HREME M964^"3%/H1EU&BIL5_%EDHT0\$EVVL,
3&U>M028:@88D)R4G)0\$F)(-4TTA
MB@28.@_AE@!3\$F"J]16IVIEA)\$F]J#Z))@"D), "5Q@'9JB@28DH+5,L%J%1DD-MP)0\$F)
(82HU8W%D3YXPF=Y\$ 4DMIL27:C6:@C92!_U3M"67^4T5V+-OWEKK
M\YLDK,N%&:+Q4-5ZFK1#S>3.21 (H1V2=N@ \$U3YJ7S.D'6HH=_8LPVJ]';HH M?
*F/;=:MA8%+:8:A&K4Q927:QY'8TZ^]+TC.'\$MQ]XZ-NH>'R1[C]4XTJ0U ME#.:KO8,"6?

85.[4+2^7%+MN7Z5\%*RO%W"2TEXDI?*ES@)?2]0222.OT:~)+K6'U%)%*MF-,MY5&
(;B)8-0Y9JA1V:3MX\$P>\$TKH)NI?>Z56D?@GLTL'HO@5LJLZR=[%O3XRH MW4-
WE/TP<8ZA@^6 1K=^&*XLVFH4:=87=\\,\$P=7Q!-0C1)B":)I+-34R1\$
MDQ2LE@E6J\@@(9HN!:(I";MNR!(^6/\XR!U6K:XLR;.&4VNGB_>CFK9K_S*
M:4..PAFD&I4DF>17-6Q'@H4V4(V!_MR=NYP\$+4FGV9Y-T_JDF>KLE+K9K&5I M?
570:Q>MF\LS&*5NME WRU;2;)YIJ9M+^)_F9Q7J=8M5>N+@L41R*N"" +D
M\^;&R\#1A=VY^V*QCS.%#JA;4=9 4(=S%6A\H:K#*G>)4J!S BW!EYK*&74T MK%L
)9G3" ?P8A%DRM9G#!ON '+\$&&O[G5#=#2]^6'FI+U+;JDEL2E>H-U(%V
MP(CQV97'C[;M@NL<=]6RBX-0NL-@J\$.*B5N7JA!T'? 94B#<\$D&H?8RF\UM
M71V/3K7AR<"Y#)RW+WF.UY@OJ;.\64T..06!-__R\$7.U V&[KSS!D8
M76K2P*E/T#*=9;=HGJ)7E11-^?PY!K=\$0KD;C7=%(P-M3\^X,5_"PV_/#Z? MW_'Y;)1S-
!A>M'+VMN?F2^5LH7*V+|9UI0^-7Q+&=3:BY;_\\7|&NJ;_\\V^U
MOJC(5N+L7W1D:UBWH8\,'S3C^T!HBF#KJ<7K4M\ _APC6[Q2KK#5R2!7PZV"
MWNVKO>ZS#|(^9F4C68M2QOVU%YO)&7CPH_X1E<=|U^PW^("3_HIJFA;|UY>
M%\$14B=|S:4?T2F CYH@Z*<^1\@C_NXL:"F;)Q>M2WR^4CMO+#;.)"ITK*:Z M-
(|ZE%K%<1JK0.\$IF?IF6G#V".+LV!ZS"VMAXFG:T|6GEC:VM#5^ I/(6=
MGB/J\SCWJ<\CPSZ/2M(=C|_%T%1LR=U3L%&PB2U|(Y_WB#;G#-OL.KZMN":\A
MA;IW8VOLK!%O&9\$VMJP_%O62SMU(M;0=^!K10B"5:T;9>FWF.F#?J+MP8-J.
MKTP#|F?./(MZ>"_,!|HS>.|C+|I%_A|L0"MJ&A^..MN9Y0.G>\N3DWC5|H!.UYD>@\\.%I&:
(0R1 M3;#;&92.XG@@L)&/=)^\$OLM"BV\$_?Y3%/A+GB=(K8^9\AR-9AXXRY MQ.>^7?
@PJQ#9/!K^I-
B\^74|W0"A3|7CR8EFM1XW^"*L=!E0^OHYLEP>L;Z\N&\$32CO&!|P\JL=|4N,?
CCYAR\O03S|LAZ M3%/HE!G\^796K+9)/X|!S|O6))N^!"\$!
PQ38|Y(3(+NGT8%D@IWQN"K:\$MV!#BK@BAF77U#E| MD8Q*UL3WUFT)OF(XV-^4;-0:
(10|G33D_<(/'5S#.R(ET\$2TDN?^;_Y!T4ZV MFSUBHC&-HV/K+7A.KX;K_-
RL2(YO^=I0UA8?=EUQ-@R_=KZ3^8R M1\;S;W7 Y*S0<-
/RA8\$2A!N\I#W::GWN2>I!GV_AI""L(P:&PWKB7CV|+T0 MO &CU!LHU-
LK<|U|)PP)QWE@IJ7GF2|!K'4!LE*C+P\$|W+2
MC/RRR\0|%4S4M&HN\Y._P6'6?|K#L7BFM|Q+GS*._3ZG85KO9#;\|_|.IF<0
MOX\ _T&5A8163T" _&\$M--F(M.NK\$3/H^%?=87(7N7_/'>=L*%:R|?.1|-AQYZ M7R00OF
E8\$?OXU^+G7\$|I00'&FZ.X@)#O%CLFQU8W|OUSV%W'??UTJ^Z':WT M|TU##3M#K?
R;32-M_KP/AR(YITN?TZ@_-B|2*OB9)|<_J|_BMQ M';ERJ-
!TLH_|W#UKFS*UFMW+|YYVG-_YCO,1=YSG)G>,7RF!_\\3_|K63*+\\A"\\EO*.=^+7-
YMG5!_0\$ M SQ\@)_OQS"4':Z5)K6(>^U7_W%|U//&BQF>YZK+Y M:UU-(;RX!>_*#@;K?
M)\;=_F010?_Y6WK5H?PV4@B4%ZT4\$JU5DV%SW<=[K MKI)G^")
H%ET2/C&0F8&UHS2@&Q0(-=?S("STE0;7?W_\\4W
M6W"&QIY58B=H_R>M8E5LBZ:QM+E&\\4BG=5'VU*;3^IWIPF!X5)^;P7>&.6U|
MU7:7++TE:C08JV.CKE|8SND7LX KKZMM =O+'7U'>UK)F1/JC;:7|9P@N7.L MTVY=
|T!RYFB #=NQAB1K3A=G.%C+MYL;N\$5U|^8QP+3Y87N|MSQG#_*J%|S
MPG"1=\$/MG:1|DH0&JL"=NON,9,SQU\$;K|05(|AS+"S@%H|;D3*4KO#VOLB5K
M&A|,E|JSA<6;;U;@HTSKS|C!LO\$U"*D+"T-KFCKHGN(*B,#%;A3=|^1C#F6-MVNAJ7|
|>-)4|=3LC2<8ERD7|T&W,/C\C851\$%L1
MA|2J*D7%G<>7T@B;PM94Z7)IV2/9(|DCV1/Z|@C|YW&L@;^*T/0,@1=)7O#
M|^TGOW459|XPG:"L-OG,CYGH3(R"B#9(|D#.\U@J&I=&=IL*'M|JSR7G#E6-M=%-
HC@P\Y UW:X,/^@Y|S?H|)7Y_&K"^P7|* Y=M^ MC/E!N(3-9L+3@\$?
5H0IGLQ#6F>./2?!P%\$S7\$EH MKF_\$S\$N@PTD?!I(\$VNB-U-
'X>MIPTT&=CH+7>\\!HI(66%EL:Z\$/V_JJWM6J
M!W8NRSJWT,I>|8W:W#Q30_F,2,Q;:IZXO5GC;!&%AO9OW02S?=)>KLJF6:5!
M(."1%SIAE.LPCEWF61#ZGL?<|>J.F7P:VQ%ZL=1Z-B,GHS=R/0B^-8'<<4N
MW_2BI/%X^I+5WN/8CC0_&WBE!RL6S>TY_AG^AGDST|_8\AOV V:*(;SDASL| ME1;:?
&Z5G(U1|6/Q"G0%ZJ+#;+^Z%)K%
MIQYA>.K\"A_"LIQ'1M.#I?'JR+*VP&;A=S;U_TVGI!L"&>5S4U W+)"N2.4H M)6(!VS"?
PKCIY*;!/X=_+0*&!;"O!-/..MHWEV"6KB:>UNR81JFUQZ""1P|H0A<&S5R/J@+\\%F\$QLR\$
%XJPDB^A.\$SMIT MP(8^!.8\\5,(8=3I4HL_\$JO|._"=X5ZHO+-W1'P2^A?
7LDIXSUGFC6=58A?2#DO?G)?LQ!R>@S7<_M#(=U6J.X>5|U;2-
J&_O!K!@?!^<4C)4'XN*JBLL>O#ME,*@|;L\|R|D)7;LX<*K#B^-V<EOF|&
(P6GVOHT\$OPU1|,ST1C=2N,%7S^GR'M M^+'G6'PRRB2&'8V%H7)U"U^\$RGT Y#-I?
WRC-EFC)S_XGAKCW%"J@3#Y|'@@#V6;|)Y2

MJXIZ@Q;=Q;KGO#W/>UJX&:RN95WJTM7A!:@%).)/X*GUP3XS0^M\$684>&2WV^6
M6;&HGD[R^7IA&FY00S(@W M.((U*-^-|LDK-
&ZA9_B,;,&NUT!TJA"\$ZI^W|@>9KYRAS.G!;<|SRTH ^,K 7,_J&Q\!+!+-@9?
\$**=HJ,CHP,!%FS MPV-'N0GI9(DAHL00);LSVAQX+0TG3IZPF60KW>(Q*XF3(L-
F(67=^B#VV1% M@!Q!&1-Y (@!TL_?GW04@?02L V\BP--46H"=G'J1(DOCLJDBJA+|HZ
MR8,,*N34)5"O.1AQV'=17;R_(|F3F#OY#|91K|#[^=R&.|SDA#K!-MF)AX0
M_4?)N|HPWH3\$|B# /-^\7;YGB4>93!1\$(CTY?)<(Q1L4R%T0>X3G9 MU14*A,AT??
@Q:2V<|"00;!--<1|V\"(O\$.<&."B|L9T,+F0>-1%(:47\"D%\ M8SO)(_3)W+0""V35\^>.!1+|Z
2^A|Q1%2!_# :!D42%1\ MRXH#4'J,4=ATCH&O'A)6S\TE*+;@.+|!,ENH%O
:=TEJ@A,"Y:"Q87TP;|' M3\$C 2H3\$|R1X.C*8D57%,SK*V"\$0C"EB26D+|R;:5_2BW\$&&?
8+FOM<\$P M'-:M90.-G4?-S)=\?THO::O%^D3|&0@?\$NX+Z2"Z2PY\$ M=H-#9X&0@?
FAW5|_-#<1?E)N"YWO7617- |CR\$\$,*KA^&U0/%
((7BIBA|T6YQ|/62I80R3W_6AS\$QN/J&_ @64S4.XD7 MBV-:|PC^=OUS8|
Q1EKI5|U.^>>;AAIUAMUOK9\$V?|XW=#DG.:F4VMKO2A(F>9SL.*F\$HUW;(2|&I'W_=
HO?A|HOT)J MX59*C%|I@? _\$ _^ZUDRBW=\$@L\$.(:9\G+2|/#5!6|"5"FK3&B|<.
<|V'W\$^@6- M1#&%O)@GWEU/%6\VG:A^H)<4T/GS?N;|,)0=KN5AOS#%VZ|FXU7HJ-
2#NMF B M@6&/*E4|51A;:LY1Z(9S|">|>4FH)S<0LNU93G\$ZUYFO*3XD_,@G>_OP-
M(Y?QYOZ2%7=H*5A2L%Y8L%I%AK6RT0M9|T|EAL_GPA,UND"X:HSW.=659UHJ
MW::2YYYJ&*/CELB>#%9B|S;4EJKF&KV(ZI+@C"J>#PH-(>U6D|8VU"^C'?2Y
M6:YGI>N0-NPP\#9|2E/|I#5SU|3=;<*[Z:G=0H_7=B^N/-(S/9NE@W&\00YM@
M\$"M#SPP:5\T\$S:3U3/TLO4X5R<9X*^94S: Z:I'GZT&GNP&;@A)+T^D7,RT)
M">9/2K|VO\$=8%649PL\^FPL3B^?4S5@8Y97?L&H@*8)@B'?6+/\^62XAL?#> M_*&
(W\$'EZA>>|O|FE EI'2XB*)E@-IA%F:T1S!+KJ04J@-;KC'B<>SB'_7E
M#A_%BRJ5\5VIE.J.DAE\7DCPB0SX<\5::Q7Q6T\$
MU<'7PD|MA^OP2G5S(L"8V3WS79ZU;?ZHF(>H|60B8F,2Q^2+MUY6F:KWZ
MW:*D|3HOUV2>C4P\E(F'^RO\K ZI@Z;M_=(D/ML1|VM-8VH3#./V|,2+A*8V
MBNE+JY#,COW75XYI+=+O6P)K8=G_2&X_Z8V-DC'O:V.J;_=&T:_^OIHU>24#K
M*H#6(A\$|/\^LC(J>6+^9@X(M^=3VQ"EC4FQ>42^&\$MZXLA0 ?GSV31@(65P..
ME@B6S4GTDW.2_(50S3V3>Z('S1L|*7\$Z8BMG^)-V9-RK%0^:-RK01
MF3E^ST_ND8\$G!DGFC,F_TB'FCH#8GNL@300|NT(D.QWS^(/:KJ8L|
M:~*1J6PIQ+5)V^:~^FVPRO@8^=BFLG_1LM!SRUXJ6V*S\$SCT85"3C3A%2B XB&-
\$3M,D2:VC5&TA UDSV|MNA4LTA!)0|1*0W0U&-0H>)-&Z\$ALV0\
(^URLT('B3RTX5=ZQX-&Q-D=;*U0; MM%"ZC=Y0-;3+J.UM(7OZ>|;PM-|N2-
'8J;G|GCH>UCVF2\T|EN;6#6U)S;T4 MT;@:JH/^^-RKT=O(F/K=NEJOK@>Z-FJN7W|?
5C!4|?Q6S)4U@,&V'V/)3C+O MBZV7/SR!FJTU PVL|EC?+POP."JU(;,SPCK3/-&
_|9.+)JP|1PAPBWMM|3? MPG|K |6K2?LM|;>TW|)^2_O=-OM|_5(-O5O|?
O2B+|^<+;6\=C+^SNE/=B%:U M&|;F& @G|*IW3@3\$L|87+>BYE-RT9UYCIEL.T5+
<|H|V9U-2HK4DU+KV40C>4Q;J(OVS,|,)*H%?4Y4>!^| MM-97>8NIF)O8"MHC.V!/U /3
L7,F1E0LRD+0Y@@J\$4RJ_27.P4U0S|)?TK1 MW)ALIU_:?P716UE!!HE4:Z6!@M.:?
VSDE"H\$D(M- F!)B'07H8Z\$@(M'T*3\$&@2 DU"H\$D(M(8"-
UW<@B52U_#9:O)!E|U&X.^VNV/+Z(L|P2 ?=EFTSS MVR%4TH2URX0-
5:UVJK0T84W@G31ALG&N;)S|K|H@<-^;!C6>EC91|A\$ _;LUW M:X|GS!LX9D1I5Q50A
_0(SMD*\$X^:I&O.KY6-JM13W|& ?^XM) SS2MJVK=
M4P#T2!B6*NRI"\8K.7,TQ='40J%)|C24/5)Q&LJ9*TWMZ3T)^=5 ODC(K^W'
MOQ8XL3>A8U9P85LHGKVAJ@VV(^"_C(VH: I:2-+M>Z2D9FT!'8^V7Q5)DM8C MZ?
9Sj:1F7=P0;2/4JJ3EH?!1S|TG.J.(WS<61ECZCY713W|@;BXY.T^/?|Q7
MC1TNE3R/G2Z\$(5M1-)0SXI%JC&3,O*Q=/. Z5D\%J>+2GEF2DH7U8&QPZ|?
D:5;MR9MSH|;@CE8PX MFEJ,U/\$N?&?)#:#D6E\6(JX&J#X8;_9_&J&-D9!TRIN|S
C8,/F>IK|H9\$J MYI-+/\LC\$*C9&K1?'ZF#4ZD%(079AZ0%8M&\$;>AXU7W2?
DO|O560D";F_&HV&)&M+P)3-OQX?:LSYAYUA(|>RS,!H; M5.:^S5S\7\$SX+X:-
/91\FY)!QRAO4U*XGWONLY+ @<>Q_X;K/|&@7DLCZK2T M3B)LN'2\$;D?UW|ZY<8J0JH.
(X<+/W200.^H4Q%02+3X*J3?U!8\6|VB#D! M@QU'FQ|90TL|D?
(8O2(YO^=I@*\^7YM3F&R|TSWR5R&N!7D+028
MAO4;:EK^6H^:%U|^>:>D>VH6XT^56Q^;\41A&37V|JVC=TYB%36|K+5.TF\ M?
|JIN|YQ>^> 6'2Z7#1J-L_I#8T#-189C/L':W92_@XY)SFGT\YIV-W>AD=V M0Y'-DH8Y#-
WUI%1|/V.EGEXV0S7..3?'V|JF9|H&1S7/V()ILGB.; MY@.)SLUI7G-D1GC^("6OJ MXLZ;.&
|H5, MP-LBP"^1G|/RNMKY.54EKWGL&=3%=3D\$9YJ0I', T9"&J%6&2.^I1NT""VF(
MCF6(ZF)D2T,D#5\$K#=&5;JB;.:J>%RMMT+\$XTS\N4YI@?HX-L'G2I=_F4UDO

M#%|3UP9JSY"=!*K*D,";#:4,WI74P?ZGB6\$DCTOKCB7T1"YA9S1>NI(MCYJ M*G=,
1G<2H>WW--OM)^|'R:26*BLR3X>@9JM./MA(AV<2BT(=DA,C1:(11-V MGR-\$>Z7|EO;
|.9A(IU=4;.^E_6X,I:3|EO:|)9A(IU=1>=(=\$E)+K\$11BBT5#M|?9,|H2&Z,4-T4-;
(FF(+L\$07>E==3 ^ M,J**M\$%5.#.T/S32X&Y^9AF4%X8QHW1|ZKCWBBDJVR7D0
7V|"5G&LH9POBI M,:%\$4FDH>VKC)TO.'*N.4E>-H83N:BAW3J\$VK?1VR|W\1CNY\$N-
&UMA*C|N) MD?"">[O\$2&AJJ%?;VF_)<:-M-2?
DO|+>UWF^VWQ+@YSSM&B7'38G21'/2+ MWNT,:V+7@)EHW=Z%:%L
M2H!HRE=2!+/9N93M,#E5H&YV(PKM#?ZS&1Y'B\$A/)|%O_!#!X=X%S_7QGID M|Q;
"=2,(-"Y+O9(^8\$|'\$<;7YDK<+E^)J@|POE(CGR_YVEM=9_378|>Y\ MOS:G,-
EWIOMD+D.T|'D# +J^0L--RU^S%2^^+5:'EK^/8\^%/E%GX*? C+
MJ%'5OFFIDZWCU@|C7(:HU""5_%O@AZ'R-?"G3K0F\S\?'|HU#?JXAL9@XXQ
MJ@<4LVFH46?8'1\,BD:7V'\$9#(M1E() +*11#:J0#2);"21C20 S4Y-:1ZR4?-H)\$6K8:+5*C)
(;*,C8AN!VIRJ M7;H(FVY(LCU8\GGC@&A:MKBS)LX93>|8^\$:GLQQ?^57D!6(:
|9O7,6Q'OD-/ M4T? =P:'3QNY),1(S |L,7|NC=2NM!@UB3:2%D-:C(M "1JH>K=^
M^J|,X'UQQFC&A6;P'A\$EZ'0'-(\$>XB03MX7;:Q8CS55-07BV2=)XR"=@8 M%^ ^UNG9-
?95JT))JG&8;:-4:G#.>=&TR!_CSP"@E"\$P0_FFGSM). M#=7N<+ ^#OK13TDY).|6O4VQ?
J1"*9G(AK\A|D_#);>?' _@HK_ MG|6W,Z><)2!\$#4I/E+.3LSM=0O+E1-!\$YJORO*2-
=CIR^WH"+3E3ZCHVR=!D M*EN|UB(R^U7FLEVPS+?>
M"ATR#7:@<:C+QA_8'G(A(66S53|/S)|1*3\FR#JIPZ,R*2SG:)YJ5EG31*M
M2WS^VWOI<5*PR.:A==*QR>(KBW2:(M^JD#(C)6N5,T91CH*)UB<|?3JR25R@7-D
9MCR|\$\$1OU%, '_4I-0O;R_T_T MO!3,|@OF2!WWNE(P6R>8YQ2 Z:GZ:" #,,UCS*5V/3|0
*,9KB<_V|7|;XG# M>G\$1F|IPQO)8W(QCI11-*9HM\$,TV/D_,YEMJ&)_K.Y^,
(UK(8WEONB4ZGLV\ MZ)W>HTN*EQ,B&O&= |N68Q7\$:JTGEH+G^XDTG5DT=:SG?
E^QA3-^\$E5_\$!Y M/>CH"KS)=7Q/56QF!H(3?#AMQ*ON>R@@U586'SA1G
5Y%/SX3FG"D+F(5O*XZ)BUXR,U">3'1# MG/DIV64&,*9BP_I@JJ;R6N\8":*K,)5F',?
3.B_S0B_!+8Y7F1Z#PY6NYMA MR*)0Y2/HI2/83L" G',S@ID*9\$/^1+993+%F MH)%L^Z-
LOG#|)6/7_7/AA39_&T|3MQSZX,F)9K2JR)F#-<#U6+!#F/ PN(-
M@JGB&SR;OV6X8X+):|B|!?'-%G84U(!%63T#B %VTS,?< @^EJU,EC"7@+|\
MMPL?"|PB7T;|GX!%_4ZSJ@0^S9BW)H:;'^1:*YXV^_OUH;|13C|3WV3*"J?3
M^O(/\$8IO9LC)":@ZWF?9Q MPTV|N&YNB&E/1\$//,S,O&@DS0W%+_O)&=-
V0::EPY&>V9AD2E84QP:SDQB@^ M|P@O((&&#T%
G\$=&\$X1'N3V\$:3POU\7_W6Y52N797%.%,%L+T_#\$F2|}\$F3'3
MMF!3C(3|&Y6NT@+2!J8%MDF9,I:W9.6_A^GX%I'#!S\9W\%M0%B6Y9"S4S_58OP!;%=|".
(/M2J1|N,'>K @Y)W;T#44Y M"XN5QW5J@-GZ\$@=%9M>1R\$S,-
<'27N8GJ=4L%0HF""@F.'F|529V>1%+|'? (M2C*#47X&F_9((YUN=_NNFT@>:
<F;0_8'"P9K',*IA/FK Q'+ZK92J;4RD:5 M\$+SNZ3QA;.&'#MK*=V3?P4R_?
W+L:"8.WOD'>03@73=[Q\$0W,XXV/|+6\$?GX M0.=@S(4R9' |RQ(9K, GEU/|@-7?
K|T|3/:=Z3Z9RQ"/O'F3_O9DA8;EB^L MCR#=L*%:R|?.1Z|G1YZ7R0',GPUKH|BSK\6
MLC"&C;1OH#B(ZP7Q8B\$|'5C-V_7/C4"&&FE7W4|Y9|O&FK4&7;'M4;:_'G?
MT.6MMW4D<<&WLO5L.K<(I6'0|1<)VMKO2JX*^%9WG_#Z:)?AI\$WI M,
|H,OW.7X2.Z#|7BZ5L),7ZE!X3_|O73IKK+%;|P0" OS3U:WYDN#(:GZKD9?&>8I'0H>
(F6R+S>U=3>2#:\$2A|#\$-R MHF2PP75X9 M9\=SPFC@"I&+@T21E='W:V+9!
|LP+:8UI_Q@Y67Z^AJUQ8?-?HJ:-^7;=7 M'KF/Q)V!9\$PS&6,,U>%8!G<;RAVI-
@UES)6NC@U#QG::QY@:)Q\$9VVV)T_N- MA5\$06Q"3!2_D1<6UM7&ZF@LPU,-
Y4|=2UC)F",QYC_^STC7|/>2/9(|DCUR MTSDO|G3K'MQEF+8+TPG*JF#/_#"7TP?J>"
#N@UEST!F
M4C>4,|I@J&I=&3EL* MJ5)+SAR+,WWP=@>:9\$\SV:/U3V'36NGMMBV^^S=L
MJ(%=&)Q'%D9.% <\$|VXJDSB\$'X>7%NN541')'LF>O:\ #774K='#63+F;)FB MDBF-
8PHIBS1ES62.C/ ^\,++V3QNLO/+NYC|:;>8MMH|IN(QIXCF;L#::3_&
M=&!+Z8AS1.'=HE"\$S:< \BB MM-#20F^Y,>MJ^Z?:2PM|;A9ZO&\JB41U
M\Q?/ZMKP+?6(W=Z!5C,2'C:O|BF;VD,<;H^Y#0H>SE&Z7I6+/'?M|)2W&M
M(T2_M%5X \$0|)?W*&)H&OVJU(:_4KUUY,O,=VNV8&K;2*5ATDL|H\T\?P MKT7+(?
7VHN9J1Q@2GG=[8S6'Z,,|%X4F%8\$\Y\R%E('|C#K_AXJ3RQ@IOW>
M:2Z|= % # 'RP:%7_J6<=&\$2?; W,V;:GD)|AIV! M4JHYX?
JLCR^XGO)ZE\$VP,#\V7|C^DK'K@+DD-.GD7*RKI=Z>7Z|K!QJ?9+|JU;L7PJWR3&-
?:6_"1DNT(AL>)+@+_T4\$UHN7BIO!D M@H33O^"7MA,IKA^&ZZ9?N:=6M5/&Y M1V
(^K3X(:@:2@\$R%|XE8N:,D5|Z7I<|@ "S1WMSR+53?#Q#HR(I.L^PHU>>) MFA2"BN?
5#Q|8&<"*0SAI@5Z3_#>,G,6(5J.*5B(B%V|(!HVWQIPGR:YH'|Y MH.|]"

[H70B;]CULP#:CPL\QN+'P=\HJ%#K\
7HR;>PHX6*OF;H\$MO=M.,1S5F8M.JR^*Q|Y90:MW%/V^H#XK17J;-.E+SGM:8,
M^!0*^0:5:*18X*3/8C2\!X|S.V|E**Y@+6BOX@!@:MO\$UZXR#Z2'C
MX8/7VCCGGN4W**!W!/R" 2L SYB39P(J-W6\$|8)?*#-0+31,\.IH>0UZN4*O
MA,BXU28#X?C R82T%)YY/" M9^((@4Z\X\5.M%06,=BK\$",XE>0
6.8|H%OODE+0|1B)\$%0+ !W=8ZAIKTKJ MG!MAK58\$=H5-
KW5MF'&"CJCKZTC99ZZ+3PB^*P@L0P?4PEG@&.AK@DMK?4> _MU^)&*[%*/-
"D6.:2,LWYTY-VRIV?/RUD',^@73WKST#<*)='R9 =H&'6& & MH\$^F.)>!?
MF,&^T03V%N;"<3SJ: -+,B?BX6W|A.\@A|,C>MP ?
J>_)P1:26/#^F#>8H\$Y;D>@NDAVI&\$Z,EBOO\? M7:/+M;VC _%V+P2#G=A7VNT<-
,TP\$)OMW9BMC1)3L,U,6& NP"*:UJS4,&V=
M'IAJ,%9SY'K=33E'WW1>2/>\$:"0KJ8*86Q0"7 _&ZIP_SL<+|U@'&OV@S5RB(
MQPZ\FD,!,QT4 *E> _I9 S?@YFGT={QD^0C> _DV-%,7*KE'Q37N|WL
M\$7,2PMX9;7YDK<\B4YKOK!(COQ_9T\$RFP5X2|<3, C?K\TI3/:=Z3Z9RQ!O
MBO,;#.PN*S313:5GPB6<\$A_0#2.?#SQPUT:C#*^#S09^1<'SV7*!NPQ=N"N3 M> GD6-
E=:6@X%:P>)*J2\$HS=S \$Z#U)V&@ZV'O+ZQ!F|\$QA!Z)8K^\"^=C<
MB>=XY4#>>&HE^("5_2&'|3_@*2\UOLY,PP+ M>)VWRRH^P,G05)S.RBB#W"
TFSSC!.6!4J9#ZRVA.FQED7+'%I%PCH7,D?24 MN\S95E:RW6.8(@Q)V'
\$X!8Z'O!;S^=70!BSLIS BN?@A|\$=4>(A\4)+V%U MLYO& ?DXJ:?
02!=\9|#N.ULBB>+Y(A+N:XD(TH*K""^B,?C|S+6)TPM" TJ(5
M|7ZJJMZD"*8;^EEP#0|B=.TJH=TG+?(%RA^ ^;1=%)9!\$Z QZ 3YM(E 6ZZ'K?
03<5A9&?3,'Y"/P)!G\3::ID M0I!\Z\$8GZH*G2525= %TEB?QXV,A,;.JH965=91;?AY-
OD@X\$Z+H9\P/N>F" M'R%9MSJ/W"3C& &_Y3&G4VX0,N\PC1GF3%^R
|!+?;SPRBM5|AV9SG:4KSYN MT?
6<6'+M;B@K|E=8@;:#VY.=#,,=LN0XX?,M*ELXW0OE5LZ/(TP%28/7!V Z
M_4AQG;G#0RMJ_H3B)3===-\$71N+Z8 ::A?+\$+AI99"=+7<#X53RU3NAO\$<\$)N
M'P5FI!LSD\$W|*>%7M2U' 'B-_,,;?81Z\$EWYSLI?96Z8N)A%&5=37|Q>5*1D MH*,;)-I??
*+GD>| ^%!\$O?A%7,|V2A/,CK5/?*C#+Z,8'C&5UT8N.^I!K),D MM;A6_.,@>5><+Z.0\N7-
(+JBK1N1/=*3XE.@|:OP7TOA/'N@M4ZX^|JOL-W0Q M>-
)X5D4!/4A(B: +909<2EF&:KKD(V;ODC_>V\$RY<<_G.|>AE| -#|XB\$/'9|5
MZEI40_ZU."F.QYU1W\#HBCR%2\6Y\@.3/|M^N?&H&.,M-*ONIWRSS<-->H, MN^.:
(VW^O&_H-+JLE7J,.,+*JNW*6-ZL6JJ6|K57;^.:K907'U)RF@,^+|S(|A
M*#M<0SR2XK%#/:KTK%>-.E,7NN\RH%2PK6"PM6|BPAI9P(>N^,!CJ0D"7
M7^\$X(J#+TH"NQ|8ZL=0AP+G!@Y0ML=D@"8;:&U|&N|[*^U!+D#SJMF:H2X96
MHGP<0*:D_6J3_=)4?5@7|S\$C:KR9P|EE| Z05>Z85>YXTM=_\$55|_LP5'5W6| M<9Z-
(|/WM:&>_:9/6_#6!G\$;=BX-&/@:(H.D\$-VR=<0.!5/W)7 6-*!LT(R
MNL'&%ZTG0V(5<+2\$|S AC7(5X6>?S86)0! |0432B8OIUB|ZG#%O#2^@0J)=
M9PMP44.2XH@>|^8/123!G;2>DYN4+Y@'3-G*F-@87;^NMJ#6T|TRD51Z>RG U8"" M8
/, (BV!XPL)Q2@J\ P%:.Y1^OK,=WF%)V(+T8_+TH+A:5YM45|ODE(#3:-V
M>>T|YBT2/6""::=5V(G4RK;\$):6AR3G).JU1IC4V@"8RK5&F-C(|J(5WW#
(!2*8Q2BN6I&\$/C:&T8BVT8HU+OKH0^R43&,C@?%*5|6QL19! MEF+
{36}5_UQ@_C9!"M8GK>X08^>8 _UE6,:W:XUL":VW9_TQJ/^V!@9XYXV MMOIF?
S3MVO^KZ=JKM2&/G>;V"W#5|1|VY>)EL?OMR""ZIW396K^06WE> N4
M.!!_1V\$"V#IP2U\$G!:=*(_|SE07S3#:=A3,8J16(J\$2Q^V%T|L6F|9\6N
M"=|C*QB'9\=YL,OPY'E_2=N#1^+"-"8 1M|'U,5\$/Z2Y)_OT%5Q_0IB2YY MK5@_MHY!+-
^LSP/'WUU@'B%A+-,*.& TO"XCB/EH.GQ(>&#" \$E|QO,14#!!"< M-TG6Q?3@51#3M/\$,?
WJ92FG)E*/E NTD=I)#H.=0 >DELHAV').0_1GCI 4T M>\$?Y+_)"!|.HR>2629L(^+>Y)
(8I)IAREW&D7Y&3C-T)_3@4RI# #L(7GB_T1.MCUK0Q=Z?909HBP^8FNY4?V|&*/U-
*IXJ^*\$UA+ M.B_L#*F)SAMA2G>GC0\;8V(B>&(DX8(U,3%M!T?=F0RB-
82EP<*QY%YYSZA MHS^D#.PHGT""\K!JGO+.P&A!L|80^Q)|H6I-Q&VT??(C.7#|A-
D2\$@\$! M&B'1RVWJA\$!FWTR2B0/^\$T>"84IV@"!VQW"2TTW3Y>&|ER#B)\H>=PGJ#J
M2I-#|+Y0@S" I/I" _E|MM5GCZ=#0.YF=^LWY,W9L+)|!(M|R7A_*-Q:"6H+/
M<09>\:T9SE24Z1D5"CV" I^0AZ#M'2NS5 MC/)Q11J79-&|J|5_8F6#/FYE ^R:G2|?.>N4-
@QAZS7*OZJ;|JUIG8%VN%ST MPTU*W_[RBHE,YW3#7D@DQL-^Q4S!4|/%8,ZLN%
M@&4(O,FQ0F,\4HU!XRZ2#A,(ET)\(4(&JN#X9Z9."JQ+7W%- %NO4U|RAV& M_WQ;:AS
M"0|G;|HWL,4V|&4+JF:1-4_-:+6K|0FNTF!WZLR9,QZ?*)?W\$IR\$9X7QZAKF M8M6O
2RQ_1A?D:SS8AW_PQ.HV3K=TX?J6*L+TGEP*IW(=Y-Z(O6DJH|T5\$VO
MFP7>"#VIC,OWHE|L-&+UCK.'V0Z;U')WZR5>|A*9BUAV=VX|ZW|OBM#+1'=Y

MS_>NQ; ?\#0\$9BNO800A\@K4U9:X1:A"'^&OHZWE&A3GG'8:%T^6(B*^'\@YR M
U&67L17N0A\I'-.3[OCI*-1HFB=V)4ER
MXBRVS212J:GSJ/C;!,H3Y=LGM\C\RB2[BSBH(0C&:N_L43=;>=6NR@U2Y(WW1SREA3=
MYI)=N&V7U^OR>KTBOBRKKI2WP[I=#%!,2[FW\$67M B6YF YUF6)\C@@K+XX,
M5F&,UE',N+C\$H,IEQY,K#88-*A2_D'K!TG^%AE3UWEZJY)XTC1>W;B!;IEZYV>W63
M2IN3R1EK4VRIAEJ3YMW^9"F .&XO#9ZN?MM!\$#(;VBE4ZCU0H/WFGNM:=T\B
'O>HB+P;0 >!--> M\HN&B7H_CW=0S\$,HZI0&@P6(XQ P"P^A=3NV(8;+'FT.*6&BW^T-
LS4M"O0_MUR@4; :H8,DCON9'@IC9-!OFA;OL\VL[*9"10QI&,S8.L\!,!CA)I_/#6&&
M(8O"S;D>14 !Y0%A@U*R"B"&"K1)DQ9 [_#\2E ^(%NF,HE#>#Q,IK!I"2EF
M@I,"0XMUZON?R?\4LR52BFL;>;0*S2!^KFWIU^DB7@-\ V8#9"QVPED^*R-M
MRIE+9M@D%V**I!_4I)#_2B0,E"6[X/*W1P^1-H=L:2=**,5X&1Q2LKK46>X MX2D;P9
L)Q,V\$5UWM3[HMP1064>B! M"A-?:X&:H !HPI_)L%=M6U4T!60>J_<IQ?^30\$FY_:@
M90"2&Y+9]^@WT\$*VEZ"UC-4K4[3BF9E+K3\$> <^S-X6I0TXVC[ODA"A]5YN-.H7
MADI C#-3!:"0!;IK)G;ZA[@=)EXW)#>U)>8BY^M-G1(84XWBA>&7'254[O=
MX^], \$K2N F.&O1K)Z)E>)>X-P%9*WH.#KL\$S#%\$[-YXK3=7'W39F!YXY8Y[5
MQOB%\$4R=^GY'MO,S9?AU;,%JEM,UEB^>;S:F(UV8_[*?=D@OYEAUI.IP<")<
MY+;+:CE!.<%33_ EZJKW@! \ZW#V@;G3[/U@GYK1PQ*HH25,4CFDM32">OG,&B7-
R)5P)#5*.V>Q9YU2[E5I70%VT:Z\O6*
MIF%9K0+^)#F="FS4DI(9_._@>/E"^^+!)K2C+2,ZM-=)HQ3IFKX*
(\$[S29_L%P3Y4\KBV6Z"24XBW> M\5W;2G6Z924WJY-;9N_37FFNE2O6:F5H)\(^X-
JE/-8LUR)%F!E>:-7K!:= M*I WN T!T",A@,(%6,7X?
1WV#P=Z!1&'&XXP>P%3H*LY(;#P:>FY;A4CC1' M0\!H"AWE#Q !U_1(*&
!CL>5F4^3EE>4;\$51D!4ELJ+D?/+P945)
MF[DG*TH.45%R/F)\IC40LG!.\$%HY4+1S9AH0EBT9DT4@B+)^2[B7\4)8V9X'S M%QYT^
IXJI+5(JU.XM^SP5P#<@RDG+5)S@R9+O\$B5I6MVE3N,<8:!!TNQ?63=
MP"XN+57OJWJ_/HAW ZY\SYTS_ :X*;S@-S..E.)?WQ>9FWOS75C:YY5FJ"-= MUJTTD3-
C5>MKLG#E17/!MW;00#@70>WU9>5*\QC3Y,J5\W(3OK%<3]UBW]^+ MU&1@
81*:E[KG4%;,Q'YRNO!(-='Y9E%1(-QKO!EM=%1ZZ#G\+X MNG*CRK?TC
MVM<&A1=H@T(;HOTIT3XA^X1%7I]^+*JP26N4;8Z8.ZH, =+8(IY8 OX,RFP M@Q^47^
1G^FJCIE]O%0'8U%+2CQH==3-3V52#,".&WYJ/IN%1M@R*?>U=8K,^W"FI>?<\$,/F
V]/#G/K>,3"DMG(S MYR.BIGYC;);@'[>@HDZDW#P\$C Q1&W>*/>@GJ%?
HMU=VOIO:VY#18%8<"6+C M]G,_7>^UE"7J:/E?GP!O9C@: @ ?I'V M
I%7TH.YQ!&,X]&71_8RQI'B ;RI,"L>\$U'078]NY5#3C*-.AE>+IQ8A MM-BI'(GR
AXDRZW-TIS0%T;B&E##EK_A!Q)3"9? .S@NP2-0[2%!(;"P8AUT"4ZS M].6@?!OG!"0
DXB9O+QMUINP?YS5(+?Z?P)4 _SZ>>U#Y;??;NFEOSO_CF>^
M&/JWR*8I_LMW8\$XN,X% 08!1G(!W#^!?'3'S_>Q##N2\ (WROW'W+SHA_=@>H#
MPY5_P@F%+<6W)N*?.*'0FE^=((RN;\&9_S<#/:3%_(A*? MF/I0F'H/9I\$W]X.3F?
L_P_#B\I<..7BUW'(3YR)HJ_N?#C_)S_X3M,1DILU MNP;^DY98?K#P U1L.(_"V1-6?I7-
%5X#)UT*_[^X])'Y^_C"< M'9Q+
A]OMFUZ=9A,7=*SS:YHB<=;MSM\YL6T*D"!HD7!;1(JW M,VUPSL](94W.>?
0L"Z9C8&H!XLR*)GC4^#0/CHE5?=\$2W\$8/^VXG@7*&(GY66"3MXE@,S@C
ZHA%Y\$CE%!=!\6S%Y< W^1\3>IAA4Y5@^8=J&/IK! MTHDHE=">E)NH[+!9Y##.M-
P\U&(%.\$F_LDD0F\%2X8YD/Q.YRN*&-QAQ(=!W MZ--LL_3ZAH,FT48A)+!HN/>SF1-
\$54I%#LP>0!80 :P?;U!K=5A9F@&A8%;>FE,0% KPG"IMQ)G647X6P M@I>
(<&0*J('CVT")R'%1HF;F8QISSQ00?IA3GT1A_@1Y))BL38\$7VI57YY#N
M'%JG"^N&"YJ#2%/K=-X!)9S/"VN+5/WR3 MS5F,AP"MG,N %. F*F000(BPEP4\00F
9608.#T>I*^P:F=;3+@H<+GS.1+ M!88;G7X7_0B-8J+DR;_YH6PQ6\$Z6HY M"QY*
(LDV">IU2>X&VC?TR7A,2014DL//CMB')T(:B1Z\$<3K0?X;K#X,=\\,X
M8&H^;T"H10K1;\&I#;^S1?BR[081@01.8GQ9:NNYYL)P_& FMCN*/.(:KIPW
MV4_0:M*OBFO)*0AZ&0[Z)2&YP\ZNI%B)T"HI(8J=A"&LKLX%YY*M6H):[MBF@E9
Y"/@=!DSD(>^<@G(AG*YI[262'=B4P6WBE%_@0H.I56+!NI%P.H*2 M72+%F^"M
U@ (F_ \C>F+,4^ (P#:CG="H_2@O#"9^2(H??D87)Z,PM?I@;R@^
MAK'F:7(1\ME!HG;T5'RHZZ=LK;.E88@ \$L.&QAYC]>L_I=#6-46T^&./8/30
MA45>>N4C.=A)@)3P0*WQ&7@L3(>(DLCJ8;^K#+8<'LLP(L:?!DD? O.PT M (%
NR3_Q*1_1A]_S(H;AEJ;00OG"B'YV"N>W\$ _X\$3+Z(4V;\$7+WA M0*
<#HTV(%0F)+G21/GQ9GS:>:#KE^#A?LI-AB^W/,G;0*.8BY2\I28L/N
MSQ;)P08F2E&K@*5W/_!F"."B7"\>SS]"&I#(-=CN#>S\$.D;E\D_" L7A0M
M7&8_&Y\!B10%SD\1):C4@%E6X9:6,3QN\$PHI@)C"U7>I5KD2B [U132/)

MXDh&Y1(3'F\$?SCVODGK@<9>;P0\$XSF+%CSX94WYK4TK/(+)B749;FF)V?0W[=
M4T>'Q+46+!KC NQ1BY3IX4YHXF2E3T@MISL XV%,N>)0BR1?=XX3; M3MVMPOYL
0:\$RX(EOA(!@IWU-R&29>;NYFQ(:2DR-DN9EN_@J2;@+C89,0 ME0N%BH=3QX?
73L'>F'11[HKJ]"_@2[IV!W'8:Y8-936)A#?(M%W)WI_G@"*A M(?
^89U5,IV#T.U7N3!2_Y""< /KEWTIK'DIC &","3_IWN4'AT5"8":A
MVQQ\PIHBNJ5.;Y749&\$HI&FWE,SZYBF7J:FS=MU=M,? D_KZ6KAM3X1B8H:4
M7U&2.EU)-'B#"9CC9J;S2V?8L-=I0_?^&3N2.^JY^9T56)TDUH@)""H##>[P MI):L@::
(PKX0-G5=<(7\$X2OY82%*AHL#C^*1)'+E@M^\'(LA7)L0F4X\<#P> M@\T9D%QSE! ML)
(<4DWG^V\$:42Z+;,>CW[19;?
DQ7\S<_\$\$%%Q46U>MT5K;AEAC/7)@OZ/#.1F#\,:66T/7S>:6MX'DLX"IG&P
M: ^V4;X6T+U#@-/4E-:=D.H\$FXMK?9E,S=M.%T>TWDETR FL>(XFRBIN/U,P
MN]1P1YB_W)ZR".!GSH)?6CCYPUSJSE,*#Z"!MIH?# Y7>-&03J#GJF4_8'IU;@91G/6ZCD?
^#-C5W(M!!+!/) \$5M%:NH9+-PT27?+\Z,S.YO,H09W?I<(<&?L+(-TW?!!;7,!UIFET M?
&,>(W?P:LRTD)63;_I6R&6"OQAO'9^8"/Y*XRKYXI'5\?E
M0XA'G9(,IV2@<,98M)F&U2YN2AJ';R5/TEMR+"7E)W7+6YIG,I0P4 4?&)" MD/F0>
OID0:V&AX0B)AHH8:J&U&)@R.?8^,IY/@E0@9@Y'XC8J-%R08W'2
M2C9)_A^L^!008P7-H/(@)OI K%KAV)KXKBA-*&CC]=EN&5;RME1.N57'8QZW
M[1Z068F>&&Q#::ROE2PB6M)N""%2B!(?<1H_++H*'J4EZ(F:JT147ID9@AFAR
MB,O2A+;!5(R14E+!\!'@I12>:>F.4;+_9Z\#SG*2'502J)S,K%L-A7B66*9# M94IQ-
YH3!%._AT%D!A*J%/#I'Z'RP0GA!PF%=0WL(!EZ(0=S^YFK]-5I?L
M>>2NP\$^ ^9)F:XA4H3#>>AW3\OJ@WXM1QT81F!DP5[3N]7^3F*(-M2+:(I8:
MLV84SJ-,^/,))=>0)X[I/J/Q)%--'C-WCGE/>U90J!E:.Q5E.KCBAW@MW^WY
MP7W#!B.N9/B\$X>","G28=-/ZI(B)74(W2;,\$@"FE'5"09J'O3 A%^7 V5TTO7 M\$^2+M>JX-
^I4S)Q=2*Z42/?YO0\$7-X1DAKJ8\$G\$79M,7@:3'I>F8(Z95&.F
M=DQ@\94Q5,U%3.CW8L,3H>NM'.@H_ ^4_X6D*&6X%/F9H^W/'4E(I+!P19J#Q
MU!373(6X<*TB7FDJ'Q\O#AVB,98N6'S#?(MYQOH,M^@;?D&F^N64FN.7ZSV7TE /V
K^952EF!.Y'K0/7 "AB-R1=%B!OQ. M+E%MBJHOV*7)843]-B47685#>7#FHQ_P2PK8
M\D,1JX\$C00>\MF7:&[I*4L6^&) W2(DGV4.VXW)D!\$N3>(DPCIE&YUC_65
M8QK=KC6P)K;=G_3&H_[8&!GCCG:V^F9_-.W:_ZOIPU>U3!;,@;?&)IBY<:R M,'J%U/X:@
S R> 9IU>JLWC^*_R")+MPUY&=3>[2@5X5ZLZ^FG#V^,2#17">^1^> MTP-
G9W\$LR1U(_F?+R?4B)W5C\IY>0UV-IBOI#:Q1KRG8*Y]:T3TL/_E_ \7 M% 74.1)1?=B4X
_W^3=&="US*V V5FPDF,W"8 >6;\$WZOB#YSW /,1JKLR".D
MK,\JDZAB!T%#^ZX;Z;J_68QUIPHZRF/JF;IRAW_CP-H>6.YZ)?(D MBTC@&P9
#8RM@S6=,I+4A^2.R6ZQ&%XI,<7KW@WZ+989H(&L.FR)UL%!5!< MK"\$BH)9I
>\$'M/_F'\VH80OK*;) +W MV,!+9LN\$'\$CBYP,I8/3%HPFO.8+W=&8-OV-"Y(L@SY-P-0G!
M4(2GTA\#ET"F.<'9=(I"BRZL,ELN,*)*8+R*1M>,20@'G5GQ-XK.(Z7CK3*#
MOS2E\$%Y_F1F-G/G"M*+\$R\D"7\$2'16%ZY0*4*0.J4#*S/;%?<2I!DD)LU0;+^?
\$W3^/6Z_6*\\$03B@0AH5I?N\Z<8+NKL9216= M[41LF-.V=>F2
I3KA4:B=+E&A57(2BQ%%PE0?>2Y^@=+,5* 8NX1,J! C\ M'PX*-
WC(K\NYN\JMRSF'+?I7D3)\2^RPELK"V)'. _WV?U,THRAN289S!I)!
MR@!*PPIV>PY6+=WADH>L9(TL6:.PM+ C \NPRA,EZF,<^*KR"^YDL'M^Q7MA
M5;D%#;\$=H,('A*!*/_ [Y-\$GW^(%\$P8X\$>ID*CP3A>5>0!<"Z0TZB(3/0I
<1=;7A.FE*W=&:-P#RM[P^<8J=L9T=AWE*]50X!XAZFVH M4H*.7Z@P5&W\9
9V>D4HDOSP)BU'OK*-/L)0\7 ILIGUB+IR\$OCB"GI3LOA MDT2;:'PCK
@E&>L_9'^%GTI6!GX->299R?KW*Y/+ \EGX,(LN E+W,'V;3I;
M\IP3T"/FIV4IEJ6GW,0NI>IJ!+1ARJ&%# MVB3Y.827_7')R6%
(/03^4U9):5\$))3\ _H6<4XL3H3A=I("K(2\TIW4&C9<_#
M8JSZM"D=^(%F[^BV89PTNKUW^*A7"! _= \K12+L;4D,_&??;LHFD%\$O-I8:& MX (%
O>2XEV<&A>&?"1@)MS8';#J6 Q#(#'C" M"3"\$&>5L8N[V)6^,O'+1
<3RHJ(>H4JM"3!712%BW7P9*NTL##)LZ#[!\$1'= M/N?,:4T0I%P(_@;92FPE,Q&
I,LIQ%VAZN& M5X@HYO9M-ZU(H(RVC(!<8):*:\G('W?
2#R\$*9H63!\R[=HEI9+\$%BPG\$>4 M1I,_J&=Z4DH:9?B_!6_R.W"0G8N7W:KWU;N%T
MGK7:*.7KSW^9!-AH3-YE9G>9081IS*WSN[KS;=IY=.G=J7^__Z
M^\$WYI/G7+I^OI[G_1.7S_KIW>(?OO6XIFU4RL>*3:P6?_#?83UQ%=,?&=,CV MI2
E2686U)4T/(%_Z;A>,)SSCO#A1QOS#J MCD8^BZ>OY,C@I5IR^_
XV,Q4!76S&RJD(WA&VA)!10!+/K&4G9O&+13.-I-L M&TDSSI3L2JH
K>P'N31MCMM7J\$3/.Y^)/T(IPIPZ6!K7/(GS* M\$@Z3J_"D8C:3W)> 4\<()E1E:4?
Xl4YQJ,L\$V2"JLGQ!.4DAYND:,KF%3)Y M6525-E\$5K*;1BP2ECI3WB9-;+

(G)%\0C)ZK;H@!+VSA(02T*3@H%);L*
M!^B2=LKKFEA1B=6F9"^+&+7|L+8T(APT!43TT05\S+/-[4Q2?&^*&X'TDH M"F^RJ
Y%E 9MG7662+\$"7+-CL28=-OCQV_?0G:I M&HNB%3A =O?
TW1/PF|&XWE\MR|,9FXLCMC//+ #5>*/&\W8SR7L[*5^>#7Y)I M\
PIUF^G'=,+9NP?'NO/3AC1*>Z.T%!:@J_C(TY;OBC5@_#;O7"%=EJIS!%_MGZ>*>
B)#N*\$S7++D(B'2A>^WR&89^\^^M|MY2;,6LN'L(NHI-LCHA-^_?PK# MF
7M6N|F;)"ICV\$N"KO0N3+%_ \COU"9EDRY2H!W;|-P*8<#7KEZ@Y1%3E9 M<\F-
*4933D\$XWAR\\$)\$ R%N_X_#A8EO7DXAY/LST+N&))J#!-PB/4,I!>BU"
M|B|YXSTBC;OF\IWC\$67HH?=%[B&[5CK&\$_?XUUFDH-/ET0+L(9_UN!=?=^"K
MM^N?|WH=\\$%*O^IVRC_?--2XT|,'M4;:.'G?*'|W3EI0!2M|LM??%)&9|P? M-6U2OZ8L?
BI98&"ZN+INNB3"7 MWD/;G-\$N\$TLJPA-Z4N,9V7NLB8^F4"^8*&HS'|*_DLW%
MYK^|TM|4H\$(7:2 DL.W\$NN&))E)P,7P/'8IP^IB-(LTCV#;+>A5)I3:3XW_Z4 MB,7E2I
P\$2SZQDP^A>TX>23YW01\>7=)/X.S&56#VQV/XG:6O>M|A;|PFOXR^!_A0_8"\$Z2HE
MY"\$@\$V;1IZ?J8X,+UBI=#BDD1(UN55ILU/2-QNZ> M!^+0)9P^Z=;I.<=-
MQ|_#;E_ ^LFOF""S|7(IROO7Z2IYRVF"20X%-62#P&&+1(X7-%ZZ_9+PPGF/4
M<[PP*D)\$|--XKD3F#ZHR1\$Q8*LC+=6-9AQ|C"D)STN^FA3ZTA.X?>XCFL%81
M+WK#9JG8 FHHJ^3CR<|"ATR SRWR4MRFO(*"5P+*M;,)KUY-#|*=-P@ M/5'2>\$
QXVCF89|3&C'?4QXRIZ MQ3^K5J'_K+&;5*)3Q)3^D'2XI):2=|Q|
<_4*EM0*6BH/6U@PM:DX2A MB!#U_ Q2N3.GB+>|)'(Y*'8;:,3'Z
M!80QA>JZ/V758JW9/|R-\A?GOSL8^G,\A^50@R:DTS&|(7I\$AFUYKW4'WU<\F?
^(O;POO_!D7 M46;:^3G(T!(SB"Q1650# 6BDNR1/X
MA6#O1(O4J8#2S_JJ!FFC*FHNE>O8P'Y8;(%=F(M8 =FI9<)<_ZE\$A:KN/[M: M4
VVNOI;F9'GO>|1X*(M"+|,|P;N0\$ __,6%8UN.YL |6*2YP&T^B%GI'K;%
M&!RWAG6L=\8C06X)J|GA: ^*(+4.UIW>)BA8%8|ZBEK##4:'.9&M|JL2N*)
M"8O1XM8LP-7U9Y65"JFC_ ;D8'|L<.=MVVWG,>|H|I7JOSZ#2RG^8\5|Y=Z)
MW"JUAN=/E \81|M)-L>C\$V3KI=XOST|5J'4|,W&?Y!&U\$H_P14*G8);Z%697 MY
MX|SA;JJ/|EXO3+CR^|2M!QQ|5#ANAG/-)\|&%REWJNF|^OGO#&;^2VRNGAO5
M|H>U0BVMX+C2;@+E2S'E\$&|L6H\$
M9NALG+UHB('Z1WXGJ^D\VK0K8%%E^|Q4">!A-V#%M;:OY|\$(TIW*9OYC@3Z; MD/U?
W'GCY?S)/G\ "OW5FC;T7E"@+GIAG|H>GSK^N*EEVP@GIY@XU9;^91
M44&\>'YM^|&U& DX H2!0;HY?1EAQ:@Z'H\3I4CF^'-Z04\^*;# ;|Z|/&+.
MT4L9S(_%@|W35=,YACA9. @H S(BO7WL% H5O<'|N74X-|%I=N_SVYOG.8;% M'+S-
G(H+Y?P3\$<=L\$Q|&?8?_+)|@|77=@|+7|+B' ZU5S|_3)N|_!.<0N4K MV#C')OSW/_S
M9_@'P)H|DL*IWY S_ \$4GN/@2)|C\$|R>D|%\$KRLY_A"+&^;YUAB,#=YCL/^JY|_
M99,@QBxH^I LV>"(WF-ECDGO41Z1=TO^L(KW.'CUAXTIQ9S|OP68*5_?2Q_
MRZK|.'SU\p>1K"2#B2_)Y_W=N-\$^ K7!|X0C>;%|@ (6.)3?0(+E0|ND1CH|D M\$8ZZ%\$M
<8|0QA(WF;%-'N%(RY|M^S*>V\$*/L+0FM9Q2YVT%=ZC%N(*|_-(Q MV!BRQ4SY6T?
Y+|/^-|@TY>|H;:6/ZV%;=Q9+R(V|@XB6B%,)2|>J->O;'V M|D_A()_YE)IVM##C98K'R|
<@&T#7=KFCX^ZQW-\$!:=HA0-0-Y?%_U,.R\,\$>V"DS)EJ+%ZK@)6O.Q3K B452IP82
:Q'O1SCU_M_)=L"->9@F6C(*\!;3 MYG3J4#7M(\;2FI?|D^5W)!7UAN57C3G
U01\$V_\P:LR3(T6DI:8 GR\$;@.6+|8\32H MP|'N%NO!;-&?1PEAAC|BR%6:M&LI+!R88'
288& <Y@ %FE= ^'037D7QG/0 MMN7|M|J(55%O,^>;WHQYTP*+/G(FSNN2M/7N;
DZPP3B:C8'DTKN='N+9_5R5 MR*(-
\O%+G,>=4=^H6^(\ZF@|BFBKCF1T^J/^P5K/Z@>9TZC7T?OC*C7"*YN0
MJ%\$_1&/(%_K985OF@M#N.*E/IR^C<%AX1L.#H|+/O9|WA)|!B\O^8I8;:,5 M\?W))ZC,
CQ\$SJ)H\$;Y|^_ ;IZ:D#\^P\^(|O;P)K!FY+^);9#V;P%EPZARU> M
'>'_UP9#K3\>&6|MO3\CH_WEK5DH/|LR M\$M<&7.);?
TZ^'\.3/<9A&"YH:2.Y9D3V,J-.\$>8G@UN=QC1J><6ES"E(Q#^
M\I,'#%X('N,'GUET9V%G^*OL))&N9HZ+C\%B2U!,3HZ^M|)S_\S5+@_C/B\$
M,%Z\$F(&_PJR4T?5_JK=QUOE5QA"^>OW%*#+M3X_5_5/BQ!U"TB<1=& 5AM MH-
*|G71^|\+L9"Q@XV7!P P%DY'SG#D:Y*YP5RV9(RR8MVU\$L&PBN,>X.^F_M MT7
P'.MHV;3\$|NG2LE6R;*5VZY?EM6L^A44356*5M\$-;)00|%1="76F.I#EJ MCCER?
OR_MF_|M=0LH3E:MTPIW3"ZHQ%8IO%@K _MT7=NE|2N=+FJ=E+)W"H*
M\$>8,%/W|YB%@(L)HDX4PR5Y|L2(?/9M> K0G8I9WP'-ODYL6,-O9..+?8S=- M(P?
S!|8('S;GOO>06<>|90CS"E7T3H46(;S>._L>|!&J,XTG|HV(X9.*QH
M6M,81AC!'5B>M| ^AE%00,&:\7O _|U=S|X
M@!%N"5#N%_B9JGSNW/"Q31OAML,HX.%Q\X&H&T4F"+=,MSFTFZEU1KUZU-K
MG\ED).TN3"0P7?|AUH'P;YSN#06)S>3C;|_<*K?F F-DL!L%WQFB|WW|O/:A

M\MMOM_32WYU_QS-?#/U;9/Y_LMW8%(N,^WDQYA.EIY?Y#
M;F+THSO'=4!4E7^:KLN6XEM3_4/AA.+8*!L3A-'UK1.!.GDA7XT_X0KB,\$)(
M'5#8)4W&J_!=L7(*G|L(.K_F_%===01K?]?!8W9(!V!%>"YC>Z|V3?N2OY(3_MO/0)2A?
SJ"ZF%UG1-9Y5M?|%.Z?IZ:E5V|,|K,6X4SAS_T^%A)4S|&&S^!_N
MO/EK='!Z3.CJR<7Z7=F_/LN"Z^_, "-_!.*!N|V|408B.41N@T1DA?-T+|
MQDGZTG)*W0!BLT|@ZD%9)6Z(16:,T5TL_6%9)6_M2%JAE|!"IV"JUM4ZGS|?
U9#HQB_I0M7S_OEVV_*)R^,3\$SU_R#N+91K4DZ_.Z=F_^\#U_OE0^
M_HB81O>>=|,SWOPFM?#;7Z1*GKM*_F9.F"NUL=FBB|KX_M|=M'J8WGGKHU?.?J%|%L;
(,%;MW=X&7XA43\XECEH@BL0(5I*0B^H4P#?T|A_M2I'Q_9^A^C^Q&40L<)
<(_I+/P=:ZU_^3-IO_D_|*X0G^"=P4QWLP!"B?P!N+M>(_YG*:57(>5@R#|W_J\$
KTS'FOX:\ZTKC7&76W0Q&\2*KPN9B.IM8XQ?S_M*Y4U8/\$\$7BN4|C6M7V.M:^0V^!-):-
=D8|V3_M+:I6>-\$,?"Z!L>ZVHK_M,M?QF5T^|H|/?_M<_^\;Q_O-BK&5KRP\0JDEMXC?
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<2&PYN1K\ZG@GV\$RG,)KMH^QJ."4)070|^DE"\$*O|TAJ)WVRZM9*4?AZE
M;RS+C|T(EK:3U|N|H%OD9X;1YE#OVXEO+^%_9M^<?G_!U|+P04_"!0_M@\$9:PQ#
0+P2_|R0_\$0_&YT8W0M,C_R-#\$R,S\$N>'_D|5UM=^(V%O|>
M7Z'ER|Z>4R:|F70F.R'0Q^D0RA_MPZ|3<|H&K/OZ7%U)5|+X\=|/2P<|\$,^G+KNN-
=Z>UQ!AEFM3-K^NW4^Z|8^U_M?W_Z|KL?_U&O_W8S|J...P5+PCAJ>P1S8J-'RA>
(+PCZU?6^T@>,1@|F,|=;MUNN?)%G;7:T|E|PU#QO7L3-XJ?>51-
;UL=S,JN3#XWS^GMT:SCZ4?XST=L_MX0|6DS3/+|^?
7UU>DLN+\ZE=MR\^3.OO&W:S_G%&H-EL>CY|9U_BCL/DNF3_M?^5;"|+="\$QC_M63?
UU;<+ZZ.CM|?'Q|^_CNK>O-SYKGYXVSW^|ZIFQ:B|HZ_ME'W=:OTT|9RX_;LS|7B*?
1(W9|SB6\T9X;|E!ORMY2Z;|F^T7S7B%L+7K2_M.V4^Q\QZYFYSK\
|7*^(WLHG@^9EX+@2=U\;|68C1;JF;-;/W|6WE;0W1B4U_MO#@+'|80YMRCTX"3+N#
<(3,<.\$_2L#\#|_-9)38\$D4-\$F&PU2\$SFV)L3/L!+_MXJ^P132<^_D|A
2V=+ER/8Y8BG2&_:E4U?>X)*NA_|ZKH6Y#&_1TH^M2K4_M(P|WQ:>Z^/3VR;=K9_I2
|A^QWA52G*2)I0>?5-&@Z)_RE(CDT1|JL=T=?%5_MO=&\$L-A;ATU7*:=#3'>@#IE|
(P\4%:7|!^JQG-'*ZU&1%E*C>R.JXE%3"!_MN"@CT"?6V|G|<
;=EW%OK=,9LDCB#V6ZP18SF|RLN/FXH^|91++++B,S;B|^MR)")&7.YI!??1-^M5I3-W/
+^\$KTE:NXPXS)+\$|AJ5\$L&O,:EY>79_(I9'M)_MC#W+|UX_M#!*
(#Z.%M+>_2AF(0+_NN8##@X)773*|MMD5M9^(*&,_E|8|^!I6>N!A#C_
M\X9;V"EK.):!8@;-/U_OR"3Q^U+ZNM5V8P->0^_Y^W,N?2TF98>.86\QO\$X"?_MSN4_#53?
S/7K2%+|>+;;=H=+X!-|R#|DOW>|= \$0<-2D@W'&*-MUV\HDB|Z, MG5?H4N;
|K7%\$N<&.V)69"X(./?S7D,"EQ_>7G1,%P(UYO@./+L^PTK%/%"_M(-71+@_PAY8M2"
<@IX'P|/-38E54Q\K|&:;+|JBMVSMWQW-H3*E7;JUOE_M<%)B|JX(LPU3Y,
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T+;S?,1>#>@Q%I:AA+RBQ>!_#43|^_QN6M|7;B.33S?^#._@?'THX|D<_ME?#^H
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>D-|KH9)\$J?@HEF|4MQS7#SP""R07-.RB))* 3_VOAB#>T/7_MZ7%SI:,O=QT=45;
(M>WAH_T1-98A->RVQT:G-QGWS)|;@X|9NQWTKUV:S|I_MWYN3X9TQ-
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M&Y/631\R>AO0F/0,\$X*V_-ABF),|T4*|J^W%7(EC,|7?0;_W\K\H(>|H|M!&&_M-
M)D!TS(JQ#8W590#,ZY-^Z,EGD_-DJ|F4VL!.O=+EB"#Y*,4))3A6_0P3>8
M#,_=AZ'>,KC\$>BUQFZH-1Q\$(OR?M=2!+<9.^(^2')L\$+(='HB+?0F\$)3:4&S1
M*'U_L>O|)'F%/'T|'9^|?7|,O=/6H;/'F3IEFD:^GV@B(42AQ|V<8BY1<-#_MS_ ^%#"N\$3,
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:T,&AW!KPY+B5K|O9-(J?9|1'4BP01&?"D\$@\KZ^TZ/6*C=_2*WK0\(*
M^146Q7>|29RPV\|!+.++&+1+9AB%DH\$4BOV!#>9Y+?X50@84:KH#02.N*" (#9)*@3
9"S7KK^;DV'|9UW7;Q,IG9Y:.L?T_M2#*HD+<!'O1RZ/M&?VB;
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M@B+TP*3UF_X0D"11NCVU0(Y<+LDKY&?3N!7#'_ORM\;P=MP:??>ZU>X/N<'Q7
MKE:N8*/\$(I50CCC*X7?#\$R685@FE^QO3^_4>_""VY_1K%RDZ)0ZH>^&!0IY

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M^C\U'8WHT9N00Y7\G;T;6L\HA3R4:*3FJ7G\JE6\$9Z\IT'+H'2)""6YJ&GS0
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M5<0EW*\$JA\06C8@Q*D5"4B MI^@::,P2,%'Y*JAN'4 MH?/PA?
IT"GF180J55W80)7@C!*L7X'+\$[H&*W@O"YZX>-,',+.
M6H\I/ @K7@ (O:'K\$I%V_IDSUIH#Y?):"IXM\$&T%B*>*GY60X"02B4A\$)1E00X
M>Y\JWV%/DYL2S%3Y*'?_J^K#8K;'-_W*7&"/W&#@+N\I8(.R7^K9=<7FH;3R)
M;UX&Y/U\$*B,A59@JB(1D/Y=*U*46**D&\$GH@4_1%FE0R:O::WIP@?(>|K^_T M6*R9Q
H*JH=*QE\$1|1_5/OTF^7'I(!NQW&\701K/7&"N/<-MEW,,6#|!S MAWGDR%
(O3T44T9D^E3^04<"MD,RH3#::/P:K<'Z\ZSD)<1I@RJEWVIO_(S MKA:-0NIQ+
M)>17,C8*SJJ4A%Z#DQ+9DK<15!*QY"4!)2'*(E5B4GA+0241*#@PM._6H:E
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ME#VAMC,1#_5 E*%8\$Q2J(H&RKP&3QZ./3"/S2DL5*IQS%B)4^&,C12)JN\A
94BDBH'ESDY7?1ZJ MC/1!^K/'?.X%X;7;+.|728X52\$=6
M5QF6J7)BV;!,.)JH8A&C^&U:1A!4H-\$TV1B"\$I8@N8>7\,MKQ&O%T+&; 8#
MASOKNAZAVI3I8QFB_T1V;?A63B5|1/+BO9(Q
MF46JC(I4Q77\ZKY*8I#U.M+^QVDU>"E1RCA;F_624|4G4%G.WB1@2#(P%%MB
M&YG-XWV?|00@J2M""7/&T\$OF\W\6NI(!\$+Y_MF|S:%6PI;JK4:O
MP56|.X9N2)X_6:YM!+"/:).JV%UAEF2NQ3%JE&V.Y?3 E%I:8LHC> M)^2%!_5>
7=G9K!;..?)GF; 3_1)3C\DCZD+B@8AKE+;Y@2F4 M\$/@*N3CA("U700?.)MX
5O)BN>LXXMB6|"EE5UTO(TP5\$!=Y MKS7O""<)"Y>1=!2+1U(^_@7J"0W"S%#1)
<>7BW*;C&JE#AE+*3?4->)A61NEAJ@2_4T M7:-G)?|? ^7'LR?
"JH6E,U<\4WXF3\$WU%U^!=^0L&0LPXAQB ^1/.<(@ZWU M9T
J8N^>W:XA//7EZ8GKV@PI/JDAAI?DNJ9+SFA84+JN<2\ ZJ>IY|"KE5P! M"2.N:W80'K.
(GTW#PTCP@\$PIKR\$ _TH#T2;6\\-5M>UL"E9%E#7#()OUFZ M\$,386_?
@B6!>.\LUO\SMCB<.J.F'B8^3/B^5V8SO489\3N>NN)VZ5/Q%;T"BW:4S4RIZ9|T)%
MU>()9;YUNLS*.."\$L;&1!K&WC./6.ZC58G:'(Z0 MTB*C>@M^2=RT=+? ?X>-Z0(& \$-
:"A|"H,2"Q\5T;:'@& MTZX1:')'EE/B)1T2VA%U@9)<7CP4;.[5Q5]^X\IVEYCJ1\$,B9.5|
_ (H"O6O M!9CP\#L%YM=AL-)F)O|O5 +IM=L+IO>K#=-HM|;\$N05*"9MX
M%-8T;LMCJ>ZOJ:9|U2 M,@B\$?L/PMC<_7D/EYM R+(Z4&'T11F= #5-XUQ70#\<1
Z"60;D6EN"PP\$3 MZB//J&
2,%QQNHP6RC>!#_B7|\$:550G\$KD\A&;=D85|,"\$^Z^G#5\^%CNB5 M8;|F+ND3+Q?
UV/1NTGM !:"3/SVYAUF>"Z>W+F,+_*7U\$>5>0JSY_#5K/!.
M/38?/A!O0)ZXPBLJLF|O&\$R"7>YL0<@C 4?60MI%J>- M\GQ.
(J4(EKP",Z.0ZO*,>.G+^',CGHD J'F&@7WZ&*R1Z
M:7L20*Q",1HVM>S_!)\$2KQ);F"/0;+R;\0=|#!'AV\$=)K,3_0A*QC!;.#C:
MLZW!7\;;QQ!US&C6=V*3/EF*=-V'PC#XO_+E4-ES0L_B=/:>E&_'I-OVCFV M51:?.F2&
X>W+ L:AP"T'1Q @B7AXE8\$05@"5(7-RS _B<|VQ74")N:DEGA
M4/&1)W:XE\7I7\$UW"D.MW#;3>|^MN4?D0|6LH8#B%"S:>A>VO<#>G/(@|LZ)
M1;/YSZJ;C_)>!NB7H%3R*M|0%EX<#JTIQ 6 M?0(HD.Q\77\1DXG(CJ+
|FVYG>K^HZCS42Z5AG%;K/' J'#INCD<)'_?+K_ (MHL_A!
<+!YE>+M7"HB.9(Y%%8L<^)H>OY_L;KZ_0AJ^>'_#G| U!|,L=.EQ18?3CC
MD|UYZ8C3E,2^(0S^X.*\20RQ :LA=PW:B_51\7::/HMO'B-R_V|,8-4%-
^>;BGJJ%NE)&#D@/+R73/126(I*
MS5N14;D[W\5\$WSHSB|7+QORW_V>O+Y;#K\=#)_(DT%Q^| ^-OIGV7,V7.H#)S@3\$?
\$Q1Y50G1)|?ATM%P,>?VR\ISN %+F\ M6_|QK|^? _SRY=>O7W_|EJ:C7R?
33R\EY^KEQ:=_?_XMUN?_ZJ6GQ8A MA)?+O|W\Z&QXUP?
Q:\7+ _SM_5\$^@=/(AN/9/(YS>\!L^.?9\H?O)SG.EU+ _M(;X7|WZB_8E=? (RU'S\$AF1*_?
IN57_|VIQ+:: YLGIR_!EZ\GX|ED-"Q-OZ_BJ \$_.@'\&,)??MW| #A|9?9V3S
M""Y^=C*%^M=?QO,\1QA2"|D""6_W?|G+
|_AR'.7%:"F_|CG\ZHL8&B@PK'0MA=UW?!U)1X6LMFVMUUI'1?857\$G!GVA=!HS,D
M(F\$1T"7B#(A%%XDP:T!2:Y)+&YU@STOKM^S#O2A|&|E65/9R%UL ^W5F)?8, M%2I'
T0JBF!\$#B0\$9TG;/F?+LD,XE8_T6P|J*GF56;U2P|LJ951+HO?52W3*?
X0@|2X%DX):"O0C&MG&4Q",^<,|J'E*0SHKL% MG:;XOJXKM-B;YA>3:8\$I&JE?
7GR%9E#.|=4*4ISF6WRY_JZOUF&%>F:LH-0".35>3TX_PWAV MH17N,Y>C^)_L-JQ#*%
<8+#74F'E@*J(-TQ(4"D.B74/#%I*K.0;>\$5G6!KD. M??
0SI4\WFB(C%,9H\VG,\W\AIO\Z,9LCU2|-X=D5<,5E@ (R0;%\$HBI(K2Z%& MYE*)LAJ9!+?
\$-%H3VCKD,<^,/%UHA2Y4^0Q3%,,XTWO O.8N6,)871)K"B(

MR&106.0UL(H1%2*UOMA\$';\^-0Z-+/'C":TFB-CR/O)^-,Q3\$_?0)I?P8)/M-#\$6QTS\$Y>K
#4L803'#GB4JS4_G\$=8'W* MV3?
GQ2W_2*X3.O+G/'%D@F\$/TRP@LC0"3A8LUZZJD<\$JSQ"6^X0@!?:U/J4S-.1@TP#9)QX-
_Z"SY,Y,SUK>6\$"C/0^6&8_66!>)K\$30 MS-2EZRYL\$YZ8@YG(9K4TY*/2S!=VN
M|^C3G>4LQ.I3M\$940>WSKCZ_3_DTG8XWEC"UCO>_M8P>T \$M*X?75RB"LT+S
MR\$RN @U,"%R(%)@+2A6>;2@8O)FG&;S
MMC\$|&WAGK9!;.,LJ\84YKAT4@)\$9W:V%=N;+M):.93<:M+@7CW_9FSWG%:-
L4SR^SF!8@H8X"EI80S'-YJ\>'POG#YE
M/9UR@DHE9!RY8WV\>N.+TTQHZ9@V'#,S<(EE\$&):G/PU'63'JF|WFOQ?TC-B
M2P5TX1007#I/+@M\&N,2I96.SC&\$A;Y:0+220_8E|KC#9?/BS\=XUNH.%VO#
MV\$5R'UNRDMI^GBTL:H4B-R')|*V-5754|KF.I*?N/_T\MFIP!',"*H|;
|=L5(71%10%,LJ8/KJO,"5BLA*LEYD4|T(U\$6@'X+JJ5^D(>M M0FC31"3N='\$GIB",3U *
X7KU-9@ZIJK9E:#AYP@H*GO(E>\%U%/ _20%0PA5 M0;F5T.!<-B|JA|:;CVQ)B=4
&J.W#.&"Q3^VFD:0PFHJ;=2|P73IV(CO4\A M4;!N>G4N'9Z*QB@A6/4E,ZT,OG-
HPEA28(S#2-&3&XUUK\$5+\$Z%1E<-=0A)\.(^E20I/8O=*H@|M,86!?: M^A!8\AI# 'U\$-
BTYJYG)P,N6D:J9.P5=)N^37GUMVP)T @VSK9(5SD0; @S;
M0_);>8S^K188809(G,*QW0\O+*HA*>"9UD4,((5ZGI_3"B/N59!'0@%#|AP\4CC\-\$=,E M-
->_Y=&BG9S\^V12O@Y'HP\$ E|7&S*K1KK4'24J1O> M'P34IS2+@!9TPB?
LH@@J/G9QU\$ET'JA MPF:R\K9J3: SXQWB"W?9G,*7DC43:45.ZA9H28\$!B@VB5,G8F8FB?
-E(TM(4G-BE1@Q70%P=B<|79 MOA/(.OKVST?VPN|RYX"F86"G"1SIJ48VH(!|Q(
Y&R\CQP72!R&W8/2IG+&E|N|H*-U* MZ*3=5)/Q%10U>&LY)D<1EFVL);-H8D44KF
^4THU"TS-S'TJ6Y!K/>MQ\$T7 MHI0R;&N/HX|Q6-Z-7\?/PWD<#1"|*FW(0(J*
(QC\4J7T9|&H7@"\$1OUG?X> M*VJ31!3@\$+XE#N_B|/%LE=AZ6K;\$(\$IG,|X-
OP"J|KK^\FLU5(.ZG^\-G \MB*C1>:M8&LAB&G\$CLR8YYV)*O% G*8^\$V*?
R!35S.E06&:..IQ!GB^G99A&V|31-72,HG+0I:V#>OB*C.RX,I=,!6H^PA^
MC*I/%1%B@A"KY_95_O+RIL3>XY\I9A>S?'798_YD)X7=?%OK\X_###">|Z5
M>BKA.N")QA->%KR_>X2!TCRX\$#T3R_D2!\W7\?,A(R.VM+K=13_>Z L76I M=(I?
\G\$ZJ4A1DYT164CF(T|,8WK\$O"B>03(J(D%CSM0KNO+X/F6FV^K|5O5T M0RG3;Y>=|>
<#4P28)02+!ANT1Z%5D"TT)C|+\$+@V(OGN^HTV9J#6 M^78BHL+N4(IJ;+-4E7\$KULZ'-&
{0:C,U12=2,\$:3EU;N_<%WZ2L,L,@_!'^ MP!A#+P|2^BH-0Z^:F0;TK-
Y&R:|B&&:*UB)33^..X!N"1YJ|;|FZJY-NEE\$U% M3!C=+A_ ^%M=X5V_F9?
M!|*V#C_|H\$@8"'"G+Y8CC84'+ZFPF868*^#R5:/Q7D8,S#\$\$J &- MN|>NU8B)R7,O&(I9-
:L#\ZNO?3>>PQ1_N#*>E0LYAPI8?:A6|<(!B),J6Q2 M%AQ
45>@|V/2ISB/AA5WS;/96@N4|73+IY^OI,J2!S)J\$+GM|T%K^4S_67!9 M,X.+M|PX)SQU0/
G%Z%@UU1@T89M#00|Z\U&9D*:+N*6X7B!@OY>1'H%=3*%*T?'|K|A;
(/T&H|C|.P=LF+9 M.M\$BGLEHM-31N8E/R?OH36()2AM;&
T+U3DF!&@P08NDZ/N2.UM.KWSUQAR\M;83IH7|'"%W_|Q(O((QM,A>%QM5\9X5IV*
|*#/5G+EDRH?B5>65_HS8/5#Z MY=)F;2=X#NL94HHPO6,B_ ;|G<;%!(5#RR+HD55
@+LN,:W23U@!BB<-C'V M#2;:H\FRM?C"&SHOE.)2L&C;R7^;"HNU2 RPP0:B@^"I-T
?|-0G@|D='VYG M^E1ZH.L>A*7M142K8TS?ESK(.D:9A&!'&8R2?,"7&G)BTB;/*\0B-
/EDHGO1 M|*GP0TL*(@W0%;O1_D|C"/LE=/A>#B;M\5^N0R>E0G*6:D8^%;1|)#(Q;T\$Q
MQ,I|VRK!W.IG.A_ ^S%,6D|N7_7@R7)V&O MGW\$;:..UJ*,*RFK-
M&W1HU71M"9GA|_ P1S^M3 M Y)QD>>+*2|U|4F02QG=3)SX>|. TC/8NQ.AFBRRY3
MY^YW(^E3IQ2Q4|A>\G0LB,-Q>_K!^"B.X*"^6LR&8T T'-7\$76CC7B0&L|D!
M\SY@"I>=4)@?)JFHVR#\LCCYKMJ\$. "A@H4XBNU
369\=\$|+G58#3S14E_|63(H*.@ORD MWX|ZZ9XV>>|+|^_M:MI0>SO8T)6.O??
M:KMJ5ZE_7RE%H\DGZ9F^Y|0(90/U?8_HLIMZK641M5;?A:S+PS;5J6JT%:RD
MZ)DV\$)E/E;/\$J|<#+A|T A:>-\\$|CKE6)PBG^^W)>0^N;RNB+5+K>Z\$BNTROK>CR==
M0/D\$%YG97D7O?@CY_+|KO-+BN#5QGJ|H%|\&E=^U>VG;7M=|M0|I"C<>;(SD
M|V/0KV+GDLR;WPC=;5"4"\MD0TA,*A*%-E\$'POLA:IU9;D&U8OKO3 M2\^U|B<-1
M>Q!:L5F\F9VK_S?Q:I+?AV)0@E1!959%@DEVHH"J53/'\$;M;:@D:/*9;QTQ
MZ;DX26J^KVLJGH(Y?8ZU>78B:*%8L Z8E@5_AQ::U8KN/Y7D\$OG=M%W^VD_<
M"M5#TN^(YWS_"W&K,-/X|50R7QV/(WC6OAU/SZK.7QPJK^<+R(^LJH&V>C8
MNNN@5"1X>>UBD5V,CMU5_\$2G<1_'TACH;_ ^4?D|)%RL/WWQH3O2*?#&?|5
MFV7OTD>8#B?ELI"8+8_%"LE FU975IBA2*.831!,U,E%OZM@?|NU/(>8|"G> MD'4-
U\$ZY|H#0|GN?!">T>Y^67=KJK>3=THGU,5&%|P,?HY,L00^W5V>^SUNYZ
MV2^QAW|JR_D5WQR=8U6!J2Q;I,8%BTE;EE'W\$B)D2WXL9WUTV|_KA"|"B|U MAK?<
P;E|OMH//.!1M5\$X|>2|Q: A79EB ?&956NV!!2IK_AZ<>X^F3^..N+3 M|?N@B-

5%V9'7QBI"&UCH|WXXQ0^QV&YN,+JO\$LP5Z9:#I(0:02!+"4:KN,M30?FC2P,)\$CMA+
Q4&^8;H:T5^7C';%M!SJE.2IR&^C#=-|XDP6MQ%;,=-><M2(<(DW
,W;4WX'1K5UKKS,@C'JRG C+%C#G6NE^X;RWTV-?H86#*EG9(\$@JFQ
MJ"R###S6FFJ@KE|LTUBN?S+K0Z*7#OW;@W?1#B+HH\$-6K%I;T A68%\$|QU+6
MTB9GK7?4.R"/A-BGHTM/YM#HE-@ATV|?C?TOGK7L>""+#I77S(I>3B**D86\$
MKC8JD-PD&66EOCGO\$?#Z=##JR1A&H|P.V=7FGXWQ'!6E@PE5M%J&1E#MY2!
M^1(,2@(@:,2WAOSJDPI U9-1:%,-=310RGEKI"R<.=&B- YMFx!7I@T&
M:3FV'5IH_/H7NA=7?"U(TYLKH!NW=)D,9Y?VC-C>+8R*8D9\I9#1O_M,@=
<8;):=F\;H!;AROAY^(*K;+(1Q=F%, 'UM_M9VB_9618KAV71 MRN6H0R(?
Z7HOF+5JBOPG\S@TJNG0TNR??AY-S@ .87E)QT6 WM8MDN;M\$E,D
MKXAH"U/K%W*>N9P=IH,JJ|3!T+2U\;W%IY^L2-V9_NA&49W\$*;O":*7M"B+3
M5X7S)"R(F!V36C1O&A/S7F-7D ((7T6EOPRRSN1K,6:735>[8@U!#K933'Y
M*GMECE78Z!F\$-C9+Y\!2%8&U*855&2FTNG&MP8:%Y,>:E/^?JLB;*F0'H?S A
M9!A^605=*HO(2V%>MINX8Q',!V^8!|Z:JR"!H.X|60?76FSZV4K+Y KK>M81
MUU&B(Y2H8|"-UI*%C%Y2U5BL=,@I#?7U*9O/.A(_6=680"<=;%:|@2D2=;YI
M9FJ3NI9M,RB1CU.8QV\#J|!SBB19Y%FWAL|"0N"UM29EETU62I,S9DUL:W'(
M_F0FIQ/%D='J8D/_O@G)R3AP=5I=#F:+)@8'H!V+N7!F@C%0
M:G81J!M|UD.V%I\3VN-R)1&2JA9 P<(;_!6_5B.#MI@ _J&TC+LS,1-UZ
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66|O*"XH%+SE+1D:7E%?@J8='KH|N6SE\C&?+X.)XMCZY7ES=V1*Z;KU9'NB-|QO!;
M!BC+X73-ARR'RK=AP?.S@|H:+]^RZ._G* :0LS.V&C0 L*SD:>:.*R4("** MPH M ;4?
#;)/!UYW1;1.%4G'MYOOPZW9Y%2,H\$)CW/#-(T^;< LO5MK&W MT67R&
|Y".J1#;_I^7:2E=\$NCBWD=\$9*W50@N&(6UJ)C0QGW'1B4LK\>@
M#'48\! ">Y|!#NNP/;,*.?3ESNLUW#5C/H+6W2S=&H:RNDY&WPW\$'(!+:8 MYA-
D|T\$;M'TZ&1_) _F/ 0|1&4#V)BXTU8&EB '5E- 5P)"FZ0|LDKWHWH. MZ497|H=
(5YU\$C^|FLP4N&F\$M;,>'L|S&JXAW^8-RV 3'COMM\$ME+/##\V6C1+ MNES+P>?
EZ/!|UK*66-J5IA>)6!R9L<6TR:&U7!&GFDBR)&V6+(L^4|H?SR SI MH|*4VVJG8Q-YS?
U;B Z*3|S:RMM-)1)HK-O8|V*2<<;&1-W&F-4S^!G^|P
MEAA_@D/,:_8Q\GS0<8U<.>!*0)A8MNBFD8:XFB|(#|52A3>44F58EL9!M0E)YHZ%*"9RZ
3W|KR|F.YK?J?HE;LO+9! M.'Q?4JD(4@D6:L9PWU8;M/6E|J>/ZP5/^V/|E_C-
QR_VS_:^_#FW8=_|A|=M_|8^<91/H"Q&,+FS|>8-_F XVFR8:W=H2*; |DA81.-
C+Z<;M^TM)%Y+@*^, M#%Y-XVRUNMG\59P-
9X/D0Y)!H+V6PF.TFPI+D#13RFNO: ^&Q4/=7/A;CMM|A
M!_+>7&Z6&X1_GTZFO=K)XYB;TJ|;CZB(&8)0R"3@3L@WD2BOSP"!Q:C"11R=-
^CBZOH6)VP L@?AP|;B|2BJ MN)?2(@5O*T_,U|!#N;T^_I>0BLY;S%'@1F?
PXYF;VB%H&W|736HR&XX,Q_!?\$ MZ=LXG/XSCA8PB-
6";V6;Y\$%@|"\%2P5TNS6X2(N_=:'K\.%QB/L<-Y#P|W%V MFU3!.PH4OF-
>7ON%D(|/H/%IY.WPR|+|+/O\&OU,O"@T,5!85IYRWPVAJGJ M5<3T-
#OR#20R\T-.9Z4JK1J|S0&>;OW|A =Y._|O^WO'?U^N' _#\$9Z7&N-H
M=5(CCJ_.ZMHBJJ|X+\$6<0+Y*L^ _?XE7|X,9WDTF2VF,,@V:2V+9\ -VKND M<|O@-S
9HHA)FZ#(=TGO!4.Q6;\WOEFQNV05*7I11\$FW#J M.?>@(GF
LS:X7GEL\$M|,50'(%Y(OR#-BH9O+!9 M4L^<>)9I>R>HSIM*5N65T76Y\V'+OA2B=:
(N/0E;CP3K_(0>JH,J89 MFC,=VTG&=C%DJAQR*D9517V2|V%\$=/:RZK3-
"KIX5S3+SGJF)=IO+V5E*E? M2TZF1.IJRYU ^A22\$3+C?O.YJ1(ZS2U;,:77#|
<'AJM#Z9O_M_N'A_IO7!T?' M1UNDCFM*T5F^%CP1(G?
VW=O#RZN|SC;VTS2)\$BR9I4"A-!M/\$(:-6;G=Q M!Q|C0;-6*W78>@>,[8?BGG_=8?
SZ6YPC=>-H-H H-8BLF*WMB#>T:^^%+ P=
M@DHUFR0K|3|XG4#Z9#&VY<#MZ;;2IYP,O(YE'|IG^TZR,GN=W@EAW&^^C^
MV|43Z+)-C2Q !E9S0&,(M@TNZHH%UY#T*0WK C ;:RYZ>|V^'X^'L!\$J;J8NI
MGRS1*U#;E=2.C/#\$@A;L?U7*Z6**M+? _GH7DCZE7IWQ8'/9TUX" ^_#W=Z_>|^=\='>U?
K=S?G#&U1<"YU?,H0E&Z!5,% MJ6@XYIAS?&G=Z-A2K9:A5>.4\$|5&\$AQ%M
M:Z4>^/9E\$|L@A>0R6D@&\$1V|AY7+)5GD;<73TEN"W7\B-,00IHZ?ARTVB1
MJH;K3V ZDH#Y'D#W&KZC;/<8?PMF&OU,>U#9=YIR6*M!/O-=574B=#C4?9J
M\$LW3L(I"?T_O'MN@'^98XNVB#46|NI#S\$?)=^\NU >S,@6XFDMUX5%FCRA&#
M.5">N^S;P#_C^ M'W^%T1?X;3*>G\ P&1B0O@|<,:#9,+V>2)B>8C!79%*\$ ^52;
|1#WJN+5%SYN MI5::6P?O!WSAJ*
|B7G8<+AMC)XOIH+;CZ35B@EY:S"N=Q%@\$<8.Q1>FDD|!#E
M1UYA6Q"|JJ#1\VJG.GHBXW;)U6<-PDO)@LQHB-U**>K6VJ6T\$R\$&:DMF

RV3C|9CTB\$*OD(^ M.J2SQ#4I'PK:T0CDG8.W4?2I:+&9IF|M=FXG:3)W=72"JHR-S/R.
(WO, 'BQ M3"O;&C)"8"&B 0.A*U=284-)G&_ QFGPW8,XCN,F+/\$ MM0"3KM6YK"DL
*ZJMD&L^#/(EOH,Z"T0?4K7:~2|G9QW&AFLMAQ^PX#G='%Z M,95Y.?+
[PV3\NHW6'8TNE|)-*P/-@|N(' A\$0!9)8(P)U_W#170UV06R-PL8
MN&I\$+9PS|FS"X#8+YJL 5KDP\$*2R8*A/8JZ+;>O3#.L\Y^ZB?0JvX-L*S.O"
M6|&^G<=O25^R,MK6TP|4QFQSM/V*:SK@W4VCN"/%TAVK65,H%R4'\$*\$5#('Q M:%
VN6J6%#@6104NB|*.O%+Y2(C|"JSZ0KD-5?@T/%N6&83 N 27SE 8^#HH M;E D^#I
B#RDXHHB'^#W:.)#|"NKZOK5'J_%)V+:JW',1Z.-+)N2,7)-R|9L M8\$SHD
8PZ.%/XE208.S3UD00N/9H)>Z<:K=VO".NO=V2Q523BD|%K*;D\5*A M.F\$Y)|H0:E.L?
=J\$Z17UME(J31O#NE"O;XZ'\$(.57K,*P2#,:%GDNC*C=#4. MPTX9;MB|>QH8-
G|GS98.N73CC34 UK*X\$9\$N<-J'CZZ- 64FV+8=44EAS;T M5T4FLE!,NW8/O\$(W68NT|?
XH4.279_>BHH)Z&39|CN=0|K^U4YGGQ|FT#%+F ME%G.\$J/3@B&J%PG?
LA@!@P8M,0W?I4#N_HLZRB/8=NC/#").NF.6-X-
7'^T^6.%E0E@PJ"1<&!Z<:5\$*Q@R7GKK^;(;T1=F.,DM1D HB;J1 MYF%\$?7)
|3\29C174(6FN-A<>U+_ 'X7C6KB9IHZ.A1J658DERBSDO;Y-2>&%0 M\$PCNN,^Z>Z-S+
|Q'%ON|/9O|1'RBT5VGH=6' _>-W'UX? _+; _N#HZ./^X=\$ _M|@|WKW10?
G_*,%+W/VXS*6W31U&\$5"3+)_JG_K6D/)2|+OAV?X(/B|/4|K;?
M#\$<+_G12403=+"8S^9QW.ZT&0*.3FI652JI6E5L,"%9857HZHP54OJK/N1
M\$+2DQ3BM&8J_#6"5" <25%VSA31E&'GMNC|E.8UB4K;X|\VJF^R;SS
M/3*Z)9QV>U0>"+3J.F;-JFA|N5)ZYDMK_P|<61% *\$|HA.-1/L4.V2?*=UI M<4U/??
|S|DM"?O_M3_ \4\$L#!0 (%" 1EIPDE ZNU0 \$J> P 5 M;G1C="TR,#
(T,3(S,5|D968N>&UL|+U97<)>P^M/K,?@H) ^Z\$|O?H>P\$ _'(U_ |W_Q/WT8
M^&D>C2)\^>_9?_9Z|/GKN'|^,?V)4ZZ6?|_|?AOW,=H*60"AE\$BO>+|\$XO_
ML#YZ\$SEPZO|?|\Y|T|1D\$A2)A#)\$B_ '4T/O^94RI^70|U7Q9 _N>|
MO_|#S/Z:;>=^GOWVY|. ^JO^\$#^6 _?R_?WUW%B_@TI/^<#+UPWC|'Q\FGH
M#V^B43_/?XE_.NG_ ;3+|H|^H|_.%/3H\$GY: ^O?E.|+\,U)^1!@G@OWUSTGZ
MRW_QT\ S27GOW\$&L!'R#\MOOSMX|E|I|WA|. ?4O_QY3< _^\$ \$<|^8?KU
M_ S77R;|R\|#6/|L8@QY+?KED@LH5>#|C_)I/^ ^,Z0*!C.-5 ((A6&A>\$6,
MJSY|=|S?/HLDR/YJ,*V(^/YG5\4|NO3|F@*^|H\$5T,X^B%S"98!Q3:BW/O<&
MSB7(NPC+1PYA.HFCJ^E?X^CRYQF\UZ/A9#3HI|*QGDWQGV6GG8SR*3)MM@%,
M'L<|G,8"C\$O&Y^_V_|C@4V\@1FKTA_WRXW?X|>*C"|K*V.'/*0P3S+>>Y<,'
MHWCKCP9EXOM|T|3 !OC,?M|H|H|S|S_WOCT*T<() ?CGI,>^R,480|X0CDDH@
MP0M&G*0Z,6\U5?2^GB=+WF0_"3--+Q|QYH@ (5\$":6(MC%(2CR| :<= YJ!K))% _!-WB
WUUS8-VS*|+@@;K6H")7N\$J:\$8(FA.J0SEFM7"+11:\$#U29J5MMBNPG@\$-3|=
(DV>'L_PA<8 M7L'D*\$RF8Q^G/>|\-8*DA)N38@G\$)\A\$*.T9=1FR+2VGW\$70W=*,F2?
|R34 M!N_P L|;7#C29 /Y_ ^N3_|D;|,Y M\$|L4HGE,V.V*3E20F\$"&##-'-CS8!F;W5-E-
MZN)TDPO#3:,UZ/) |#00@'\3 M N59&0F1>.\$D4\$ <2\$K8C7NABY\$9J6MS):50%|UK&
|>%OKO,=,S%Q83F@\$ M/+%\HB1P/
JE2C*% **QM4^(6P"ZUW\$%I3RDYJTDVD"|OXQ'DPG:..KD_1>Y&
MJ3QN)|:YWW&X| _: O4T5Y7ZM\5ZTN0M3#\^, _M/Z.S>N/\$RC8FS8(A)@9-)"A&K,&SA"
(FP1GS0=0^VM>">?\$:KR/F^_H7NQM| M\$\
/O\$#GY0WN,X/1Y|+H!5CDX2CG)X")*J+5XIDBV:+1XKA VS(GJYMT#
M@+KG027%W;/H:DF|P49 !H-!L2:'Z5< _AUN++X7E8_6XF&F AJPTef%+X,O
M|X%CD0;NO*Z|)ZQ'K!R+7X"DTMSAGY.;3/@84B'PHF:DJHX:I0+|MI1Y6@|V?H=K\$|
MRD?Q7U?|.;23X=0/S_MA_4-G4YZCFK%34| \$4HV&30"-RT?#5VNO/=4RXB\? MN|H?
XGDO7?.M1'M?^|*"S3 =7\7IU1@7 _K"C|ATO,RTYQU)EE'@|81=|2"
MIR1RR#8'E(1L8"K)*,<(?6,\$*T!,T739RRR6A*LQ6U/?W52 Y%|Q7D?% _|>F?MHT
*CM/AF1_M:7YU-4'7""9;'0*11*0%92|2D8"<\$I4A!1I5LD!KZW_-5@.A@\$U9'V? Z9Z
MM*#';\S:J M!0^O+|' *FM3(HR6N',)8'1K0W60@GF5:U=?\HJ|?/A+IB;V#VG0R_H#%:
M%CR'A^X(C/\$G0125X|)RDCG%54?OB%<>P6GP!HR.0FV4C+D% '=9AZ9X%E=4V
M:B#S!K'!)8| %6F*H>E(*ET@"&Y0-R0J5J|A+9S#8T0=
MR;>X0YI>P'CMZGLYB2R53D1)|XGT,A\$/RA*+Q.5EX0H1P8>1G1HU* @H_P8W
M3.N!4>9PTQ*&X+Z5T58N98U:"1*3CXHI*6+U+-#OAA-UI-| RKRV=Y?Y3/WA
M%8*\KI5Z!7DTAOG???)_PN3X3Y0'/K_|.O,X,+5UC\$"%J M"T1X;W ?
S)P\$2AD!SY7R5@0J:H|'-%S.B|=LGXNJ&P3#OD%>O%608 BS; X9 M@66-_KITG\$@C+'&<
HD^2Q^%=J;Z6;<&RH&P9S<1-PB!O8?I#9>=&::!(P.= MOO-59D-P)B(7#5,*08+QM6/?
MP"\>"T_79P-XEW'?CS\$36;R <9G%WX,K_RD M'WO1Z)2H"3J6&
L:0KEUX7A^6@;)|@J&:RMZ=_ '>U|FKK?,W_<'5

M%%*/IA@M0Y^*A6(F"2K1^.)H@:F\$1IGUTMC66E|.3B|/T7\$*V(9.Q<\!-*
M:09(1U_0'CF'U=;%*J=YAG%R>C4M?4MF>?5+@|S XK!23@F1;J,L.)\$Z%8GY0
M'5UB"J KGNVR+\<63I:E25K!HYY#8IH#GNQUE*O HT7!))%C\$JYHF5G!&6L.#4
M&P:J=@;=5@"[YT];A3^17=LKJT&P=0W8Q?9Y#W-/:N\$5Y% HSA-B-I)XKB,Q
M5CMMI+8A=\2M=1" _3W954=C:N.U _GO'F+@/_ UZ["\ _9=!1_OO@-\,&3XW|=
M|:=?;^/:K1O/BD|OV)7GL;6TZ/Z3-*74Q4R\$"))(QSAQE%JB@TT\BJ"=KUX7 MW;H|CX)H-
;XPA-'2PLY%18**D5C!=\$@LYQ!4JS7MNSO/-OH#O/-F+<=W>> M>TN8OT6O1Y>?
1\VRCLU:6 B3I8C!;C;ICX-%?'?7MZXF|>XHD4LS
MTVP)TU*AA24ML4%E@N8U#PX,:%T|BZA#*JSI|+,W)FPA|"8UX9>7H^',XEIT
M,M',HV%K@8#. I>8&/&&.B) 2J|<#4!K9XG< |&|&U)!?.=JPW>1;/(V(4&
(R\$VS);60\$C21/E#1:> K&T-JALPBZCTU!|2|@2XK.XBMLE1-52)0T,MT!L6|?
U0.^/4*:X2,5:@-22\$(H&@-90)\EM;5OLY_"\$ _WW&BJS/6^R6Z: M:.'=Y-
ZJ>THX\$XPS1"F'9D^PF02#+|I E1MHD>+:F=AW+NAN/0V7\$CE+OQMB<
M<|6706\$QS1;&9B4VGOBD<0?ETCJ?16:|=H1B+9C#9D4=';2H6;B5E>BX%%S8
M@/L40,E*5+C\$DG4L\$N.!:46K-|O=H#)D?C _@1_|6;6L^,#C/NCA(LIS:4?
JW#6ZAA*=Z(**\$4 M""X53SU<'=6,ECVO11%4@|4<-
AV?|0,:5/&N6U=9PFL_N7@|&/WQ=TCGL%\$S7 M49|"^"/\$@9|,^KD_G)\V-
"S=A3 _@'CV<|@RGD3N3B/>.XR9-\$|&691+1J,-W M5DE9ONK,:*,7S^_
_7#BXQ)|^6XP7TOZ MOU?SRNKEF_FA|_
S"7TRGXWZXF19;^D^CO6*5C\$IH04EF(I?;>DNL"8IH!R%G MQ2!6GZ?5Z0*_3_;OGRL-"I-
F8CR93*X@W3Q_Y@;ULMX"4A\$'RF*VOE|2%E*P MENA29CKK..(@>Y(!1V";N'Y;@?
SL\$G:6F\ZJ360/Z"US!&L0F,!:X M06|?
4I3KA0&"T&,9@I"E2YZ95#\,:%N4WR71:FFM06W6|?X|^31:<|N|&OFL M?
6(_SC)_<=6_H1XG'P'%.>E/83%:9|Y\M'5&YW,U|R)HEX)FA"OT0&4I+W8<
M,E++>BH"RU!|TF3'2SQLAC|GOK0H8'OPZ#B^ _#P8?068 _=&'JW&\P\$5 _&*!Q
MTPLZ9>-B("P(3:0MMX<<5Q!>RVBH2;6;KSQ1*B'S=BY.VADV0M|YC M6>?
R|4RET0:JXE5*+.899319-5BCN\3@'Z7G*NHNQ6,JWM;,_EMVQ>\:.* MF%D9B\<,8K-
1DQ!5+.:*QHU8"J9K7^T^.>PV5-+ #RLXLO.ES2UL, SXOH:&#
M/OO^5YA>C%+/&U=VT\$!H3.BH4Z>(!PW\$1Z>XC29Y5SL6ORFV|X@|M32T@DH|
M7P,|F, 01/ 49"0Z);3ZF,9=,0A.M):>*88RD+5=VQ?>2"OVH-
|ZNCLY.ST|<_O2MC_T\ANS=MUPY49I',=S+6\$BXM0&S:%|E0835 M7D8.SK':!NJ#@'9|
U9|^+P(4?/(T%\$U))9B(OE4(*|D?0M'(Z,0DJY>M+L6 M3%?UN_5T?
_=8JR/GYU+5>WL=L|(T:2A/+@1BJ2K+L(P\$JCR)"L\"2*UU?O>
MW\$>OK_K=2M|JFR*YFY1;E.K=0K3(\ \$4Z/RW55XIE.INZNN'E3| #H+NB@21
M)YZR2H0"%42JG,LL:4WP?)E-!69J1TN| \$|YC|3K=J|L;>3;0.YCKOK+/\|PK M";Q!%
<6|T?!\ "N/+ -Q"FG _" _F5\$>21U80*<_JU)+&F0F3O@RWZ:0/F@J>>W.
M4JMP')8)L+.D&V3%W\6T8/LFJ|J9 :L1|<<0V%UCCU!@!W\$W.:C6H.)=RAN M-
!&B)) ^H.GV2^DBD#2PI8X&%VN9 ER1XQ"#HB@/;2+F%|F|L>8N#R:DH.:*4 M),=+?AL
+E)1PAGWPCKNA!%YDV=\<8:4)!@# +P6QT+8F?>H,F^-TU16X|<% _N9CWU
MC7858T7+\AN(A<6S"8QM?;I-M%K?AGS<=>=Q!^'?5MX/D&BI2*2:@V*JF3".7 M%
(%YGR4!\$;/.B:%H-RH#W+<"USA^|?6WC< JZ^U7E-3EU>4"2-9,!""\ \$8&A
MF8A/)CYGA*1XYL)(T&(CC^X1S=UZ:.'?6^4YB'|60645';0;\$ _WD#" L"EY#0 M3\QE-
KC"A5EF%;'2>6"X3@\$;M:EX3'DW'_H"E?>DF34(JKSR S^,<'8!,'TW M6M36EETE:
<9"%A|=?5D&IE""NTH6A\$O. " P7&IE(W@>EH,Q>JH*O4&H?16N M16QI\$V2-
PNWK4>TGY%Y'>QM08@?1=[13+!+:PW(LF:< +N&|8/!=<,82:A6D
M|(.RHG8R3M>D>"0\$WS4GMI%X RY\&,-
GWT^+,9B3H^&BC>L\#'|@TFD59L((P2DM0FAL\Z13NDADE(|/F1M4.IFR.KONX;"V=CCI12
M.45+&V@32Q<:E=\$6 K1A#>7&TDRU%+6;F|T#<3!\$V\$V\3=KM#V=3K|I9GUZA
MOH,1Y ME'T|A-TS|6EY>ZEMT#S <9Y-+XL+|H&/3G4OG@O\|FV<#XLG3J
M.64=LD&I6*8-NVF-W.U| |4 XT4|*7>\K/6T8!&TT84H+ M!(<.ND\:=|32,)Q:IB.O/?3\04
'PI#ZPJ_HQ<|H6WKB+7>KHQA'5\2-2%" M_TOQVM\$N>@,9T"A*"WGTC)5&..
<)>XR55@AE#/'\ \)-C/*0D J2--HMMGWP@ ME&@O|0;-5!>--PK<)>95?CR:EI19N:T)
|H+A|J4NA,/ +6ZQ@)%4AK%X/VU7W9
M|6@.A".5Q=Z@R>H:9\$>7I;G:OQ>=AWQ)H!.,Z.0LD2X;8IU,A(.0CAMPC-5. M-ML
UO=|D2P63I+ES+L-\$=J3WQ= M4:|3M;KWG7=5;>EG4S^>OO'3>?
\$XU0PAFZ,Z5H2@I.0DFA#AHT")^X|+43 MA^NN8%^7H_N@8.VWX.E4:%/S^/AJ>IY#
<#8NHRZ1.<3'\$S' 7\$@>,K5|X6OW M9NA+VHJW4EN#2Y>-0./((V|0_AQZD\$-6DE-
BJ2R#.GG 5P%=L@1:RLREXJIV M/Z\$M(?|@6P-5|FM7>TAJ\UZ K&>#3|+D IR6 -\$&.Q#

(0!*AD.AI#G:S=%[P6 M]A]<[5+Y:R/*G70V=,*Y^ ^QKKS^NVOXX??_ \N?APO_ ^/T_ /X?
[M%!/./' M>_3#/?KA'OUPCWYP]5#FO'X[?G\WZZ-9HNK#A)U=P
MCYZRADKNT;>H_ ,Q+ZL'Q:P-!HN\X7('OTR_F7.BW)E/KEEJF"X=RS.AW"%+ M><1=SOI
LC\$>..#_R=IC,2LO8>>6X0\$ "TM4 3G,=8'-#6F2I@7%)F(V2(\$E-
MN3*P:\$V7H9.*6DVK=R5OL9"NW*A\OK>U)&],^*YN%9EG,H?SF-!1,J!IT\ M(Y
&D2@%0FRS#J/,@: 'IGE.M3VHF\ ?UW7F,V##W9*>IVJE1;W7 LNB0&43 M-
(V*06\CV4\!Z-,ULT;%.XBUO;)S=M%&*7MV9?I*HEX(1%DUDR[Z]T.M6V'
M+I3\2\$%G*QUO(\V*NIUE:7_Z P^+K^_Q)P"#(N9Y;J?+++)R; XO&C5%KB+
MPC'CF(O*E=)5P%4G;XC/B1\$*BB<90H:D'[/6G_#<[MW!750TZD: ^E=MV7#>/
MT9"-38F3+-!_E(E)8@VG1"G*0M:T+!1+ ^WGWL#J^9SO3Y=_Q5J9NIU,-H%Q
M>)VOMA+ ^FLY)3Y%KQ/'%D\$XJXKG51)1+!:.3X>IP.E_5T-\V M FO: ^8HG%9SPDF2
,N\$LI1N)L:1P1M?646BKN%J*|Y,Y76XE|;>>K;636X-|H MJ(P?_9QFP/-
^)Y|F\$*Y2@:@:P3BE"(/@D8@\90^5#>5; 'X8CW|>-WH,G=6.)ST7&#
M<\$"3M5'U\$KC|FUAR46RYA4U>,H%KX| \M;O\33OSVFZCVMH1CALW MJ#/('V\$R'??
+|>ELRNEOJ)UO;9"HXSQ9C^ 8)|(@8*\YD*A|,"8J!>(. |=\$ M-S9_9O>1C?
TK>-1>.PT,NUM3YY?M/@\$8N\$0)I08A::M(4(\$1Z96++ M@N?.;
MF14POF_.U5+./L|(-=2)Z?U7@G^:CE&9J|
(/!:/NKZ<5H/&NY9+@!X<"29&BF@\$2J_KH_+IR^F>O\ JSOF9*3!EOGDIVAVV>
YOK\$0(Y'9E^YOSA\$3I\$|2E WJV1!\U0)^D'L_7-A'Z'7#-_6+|P|* M4/KM:/P+_K?
37A;:R:PL;:D\$790SO!M+"804?3169N>?"\U(T S: _@)U?CV5\OWF7#4Z34>J*S=D1:E8C/
"3SF+QA)BNX8Y.O M"9@U@?
=|TOB9J'MMD|T=M^[P^*+"045=C>,%_O##&)5RFO&_OBR-?D;Q|T75
M5R|)\$GP)'&\MY*XB\$4BUC+! HHW9D:3*M0-Y|5;S??+ ^E;'D/O_UGFWRY?H2
M'DBS'_ =84-[3DKEJ)/H87E(2<@3"A7%!>VY=>C9AQ#5K^,'UO3'B/L/-WAB.
MDIW|XI_0/[^80CKZ F-_OGR5|ZRVQQQ-P@ C495FM#\$ KC<'8JS6*3F9LG@V
MI0I6*_OO-CPS|MO_1VOGE;7+!*Q17BV8(GD_7,X'JEY^ ^|3'-ZO1K2"-9UK(M2SF5(?
E\$E+02^4AQ|]9&\$:=,CC9I9FGMBY'OHI"7>A>9TYQH57K00^;\$)^7P M91?
*V!@HW2QM^D=U/(NPTCGDLA\|D0-T8XF_KH|/?W1Q\$&,\$SH,X0 MH|'&D\IFXI)-1+K I?
6LI-5490@#< XK5WDKKHS:Z*S;Y><:.(L4GDW-4I! M?A#8?
G*)JZEQ,WKLH(/.B;)X#D+34BY;QAGFTFTN|4BTL#|L,NTGT9=/D\$>2 M=O?
#CVU\$7SL7M^R/I_G#>)2NXG31ZFB1K2=RRM)Q1FQ.FLBD4VFZQ0F'%,%
M@?|BCSDBC SRC>^ ^XHB9&|<58>QCC'-;B|+P-RR(<4W+0K"O-*PO15G6XLIS
M5E9X;X3;0KNKGG% @VMU9C\$TZZTTT /_!B-KSM"PQ&G\NZ%R|S\$J)1FAE%"6?"
M\$NF90K"4\$LFLX"Q*R7+M*HX-8!T".5HH47V\$ SP5^>(\%<_AU*\MYM?\$%| MPT
S\$K(W969L)@&/- +<,MR|@O&R|OG_&*9#HDA5^3=(POD%AC#V_1WE"Y1
MSI/IO'_>;9" "X\R>Q(IO;-;4H+V8%E0F21:@_7VPC8(3&EOB8:3&)< MN-
R05GOD"ZR|Q(5UF68"@DCC_SK^=/3JW?'9\6O\
MA\$|GOV='| |^ \$@PZ@W@U1CBPR|S'AF@|7+IT);M*
M=S#7;,:^;:7IG_N;SK|GO/.5@DB|E-"7O XEO/;X"-CGGE!#"QNKWQ=L W'5_ M?0-
A>OVQ=Q\XCV?JHHH? -(Q(@8((5F@23!0)O8^P82N2+62P :RN|C;:
M\>7N;EE;%_E'N)M?^B'L> \)T.T,:YF= ^ET)63X-9(39P(CDAC'0E*1H25
ML8&IE(VO;>2M@;*O^X?J&A_5EWR#8,*GL1|.,HPG:'O.S919+_ ,5:">E7GBR M^E?
+_GP;K*71Q4/-=>SGGJ(*04;/3+O/G;\$AQM08@?1-SAP'D 8LLW* MX@&8M1-
\$6J#H4WA%O\$P2G0F3%:\=Z>V:%(_X6%US8AN)UTY'.|L8C:>?8'RY
MZOIA<;@YQ:.)*A.>RZ%9QOHYJB1)23/IG4S,W+% UI:X/_JP|NV+6HH9-91J
M|32U=Z/A^2/P/-4IF#(WT0GTFER9X.A=(+\$+IR"&H|\$S:2.F//^LP=%Y9I@TV
M_ NVSQW+Z|(Y6VZ_R|WW*S_!_2|0)+R(EF3P"+H8M\$|)3)A'5TDC?*YJ7TQ| MBW\$/C3\
[NP=KJJ|6??:QAOCU>75H&1!_#(>32:_#|0-(Y91HDD|7|4%0!_ATSL8%F.|C^;J99W%Q.
MS_*,|IT\$PNBLW\$ |XK,4).=(/KV@E=O+;LIMN^)9%7TT\UE_M08^USG-MP?M*?
NID:/1V!(8 "B4O+-HB(P&2'#.\$*",>4>ER7?|WO|>GE,"\$U0 2:)! M7U=F-
"A"\$+D8K\$Y99K./M6MB7VR>TS9\>4J>TS:Z>"YY3F|@WAR>Z^O_? M^Y/?
9S\$4'QF>!"D3A7)"@6D@/J\$WQ#S;JP'=+55|D|)#>)YS5'HKW=_C5B4= M-
##\$KK&|1@*.'9R6BYN%_|T)MD:QZ8=P|2E)Y6^&UI M7|4(L&7&C.2.\$L\$ "NA_46.
(U*'04M% 4!&A6/9/V 3S=>VOU-'C*[1AQI_|>/KUVV#RY)B.W*(7R@#QI!
)_I^>9!V983%P;C8JK7QD M9NB|J9Q^:/5%QA5OMV<#4^'SHA/=T?
D88)X5=AOB@O&;@*PYOWE38-U/=|Y= MAZ.N%%#QT-@.+!@RVOAK5E;*|+Q
H9278L>F\ISW?|;|Q\$ECPP0GI)-E& M|K7OO|_ |SWX*\6)QDIE@N1), \$K 1-
 \:0&0E,|R@J^,X8@_NNJ/X;4"*HB!8RT> IHD2H-J'QQ73" M32|JZG?B|P;/_)@N=%&Z

V#+_9#K#|-;WQ_P@RMX MTY^4H/O5&'H!_6V*A":9^8#HJ"76IDA
<19IH*&VBG\#R,Z9,Y4U\$6#MC_'M>"9.OUZO^>V7|_TERWN!@C"945RG1%-
;4UQV0"ED%\&@*08YUBZ(?C/(:.D MFAX:|/I9A>UV3DTOR*!"RHYD,
(E(+DJ6(F6\$9PTY,&-2|'RG3|&WZKJCR03_6S|_|H^|>|-G>J_M=@*B4S55UIC>F;+3-_-
&M!R_FU*73X'|\$5)M\>TL0?B:U*5S_M68HF\$FVC)U((CBYY"D1%)@P\$;EBH?
E%6X1^2LP&A-+5?Y&4JR2Y2J_7'WWC7F7O3^7!*"SOJW^U==O7_Z|#\$V-\$=O'U
M76FD.XOX&\.-+=.V_SATHFF))@R|3(F%|5VPE3/?|X,V;XN5_?\$_FG7|_M%OD92V@W9J=.
|N=-7\$!L_K91MM=60/?4E:J!OM>1JFZ|LZOI#3EPI8\TF) MI&")8|R2Y+).SK\$-(
^/6X_UD7INU-I&2RTI=3+|?#6=S"3_ELT|>!"E*I=\$_M3M\$#!;\$_TV!(C(SRDD'#?.WP|O-
PNO>7&RIR'65VU\$*#XL95T/ARXHCVU"BG_MB1&\#_5'D,YJ3F2B0_U'PU37+AIY_
|W1I"G:*&C'40LFY%YOY2+C"@A-) &<MY;+D0)@74@6@6D+M-
CP/P/G>"/(4+32X)%S7NK&4+.(A:XEV'/U92CT)N,>A_M4^NHS)
(K9JJ3XWFU_WTF_E4%_32@3=7^9YNLY4>3X'4TK4&0EKU7GZ+=Y|XD_M.<9A9|_
=BEFG|_.6.H=06-09V-\$5*&V|_AF?K\$)L'/AJC;*/69-G.%N4E_M943/HU@F1@"QA@:24V_F6
T^U@Z*?G|_@K?B184FP=LHM;_FP=0(YL.)!K+_M\$%G4)\$"0L:FWXI1&?
\$EK#X8|Q";!NW!I=\5TW"18!6N|BI)8F_FB)8K7@A@+_MQGF?
HO*U\U_/MTGP3LRH*0&CL3:Z*1!\$<9U,=%<'CWJE'72_M&L* <
ERJ2<0QAE_%J'5R#+QLUTUFCN'0N+"3C!L45:Q=;;DSB((ZAW:X3D3:
M!&CXITQRC)"DIU+JZC.3UX\$Y-!;4D7J#;HD;)OU#;P^0J+>)\$A"^W"2;@%*0
MZ,\$|BL13'G\$9E;FO&;+OV2UJH+NF|%UM:>.4\5>0,>+/+SNGC4(2SE%#\$_?
Z2Y5A/E8>LG%<"0I"
MU39/'T9TD,RHJ(1N.DJ_.2E=DD\^_?;Q^&R'HJI5'U.A2.I1=)6*GDZ&^\$@X
MF_KI+&7HYMB.33Q@U_&HZO/\$_R(P57"ZC\56@X_M|0^O)CZ#(O;H>L3R3OT/
0S1(1AVJ%I(B#4+N3I<'F|=SAH_M#76>P.-M8-
\$31*HDL#C:&E;*4BFG\$=/O:'5S|>.EM95L=5S?6?N|VEX?HQZ_M+H5:
|64SRP>)B@.P\$KUS;#9(P1.O\$B<<|2:REB%#;=NCFY7M*Y'Q67*Z|=N_M:VZUA+ZV
7RC(|XFL%NU'W:Y/WD0CY'%MWU!CNDP#-B,.X X 5/>!(;(%(;_M_\$KQ\$K.+
IG,RMS!0V;N(|F1!TS<;31?NX_J)YA,3S|/^Y?|?|PO;J:H)4X_M62;::0%2V5@&++-,I(A
O#.&!*M=-@BED\ICONP&S|E#P_4N=#5J(^@&"2&W
MQ/%ZX">3>3+4MPFZ)EL*SI.HJ,#7(DH2/*_D^:ARTC&!:+HYW8?TPU1<;RK6_MU&:#%(
'X"TS^38_V(4UMPKFS&S5|YLHX;6/)E_@QML?O6U)\$:_|TU7|HO+_M_M18
T>8LR>|,O|6S|4S0_\$/W"V(-)#TIR:YG%TOR4)3+R2)P4:.WIZ!_SSE)=M^|HB
UC=L^BEA+MKZ|0!|:Z|;9=WY!I9+U+NF8Z&F%#FBK. "5&DY(FZX7* MRHO:(|G78?
E!L'4\$JZ*|M8=HU|XZ.SL_M^&:GS9/AU_/_^C#S!..=K@%W^EY%:
|+ZZVW5C/1L@QXA|M0NOO8:S(F9W34
M/!%F63E|62(AY4"2U\$;APYZ^Z_#SQM|CN|%*)2P(E('HCT_MX\$M'F4B,2<\$E8V,6M6O/-
T?76?/.VERYNW\$U4LASNSFV/85*FM%D/O|7YHHJD6O_MJ?50KX'>B#9O
K=5F\WMH.ZMLTL;U6|.L6IZ>P9THYY:|P*^=J)<0G!NB0_H
M31L>&;>B1(EJ^PO/|@F:/MV5YEBS;1EU-\$N6_P&#T&=(GB!?!#T6!T_O5C__QB
MN@S&&&#_#_.B\$&E?:P17;0AA1ZD\8*.\$DK=X/XQ%(>RB^.*G2>UGT|?31HN;A
M:C)%AWS\09S|_FB_E;/Q<64TJ,\$<|9*)5EY4)5!)*-EBDSG:FJO?\$_>P_M:5)+#|4S\$=
|T)|-Q/USAG|R"=C2\0>AW_8B;|K<^0&_"I:6C;-3EDC0Q0P*G_M@IC\$N4J"HN|N&;=8-
#M'WZ8+.E\$%6VZ+2:X|./?9R#+-T402W!4Y.2<\42%_MG/!49@(9;H'@_|C3P*+/M<>F/
CH,+E37Q<5;AGQ'X|&L,U@Q>'&74B<")_M_V^(5\$83'_%P!";.4EHJ>7=ZWYI-9-
6G'Z:FZPBS0;7XZ|'EYZLIC,|&>?J'_M\,="2Q_!AO01&<6*?3!9,FA\M)Z@9<1-+FF?KG:|
MK.U1?E|4JJ&J;B.|IV'ASP*\$3-27QI98H^BY",H!)NE%
MIG%LPY4=TCBV4.XDP;X;G0C"5|8!#IY0|30Z#XPZHE3SI#,1&8T&:EL_M|6/R
3@O(\$UC*P(7+_^9\$4TL*;60%NXL9N:Y2\$|2"P9U%_G0U;D:/730_M.5&48BRJ2
GGKJ2!NX|O1|8\$E.(BF:"TKIUVN>";%>GW1\$_MA%|BQ\$/H\GT_M-)?
|66,RH.UT8B(7J\$)Z!_:0()2@J2(7D|PTBBHWC?|+HB|Y|SOHJ1|P>-=M)-P@O+;H
QB>+_R%!:HDO0Y16B)\$ID3BPHAE21-G)4T25YGN%LSO'B->B>20_ME%|!UBVZX-
|P&D_OE0'T5'_I:D9)|+Q\$J8TDH4S#9\$QYJV7,VM7>_1Y&|\$_QC_M,+OX+A55L':+J-
L>\OCCR3^./WAX_CD_=FGC|_|>OS^T|G1^S=_/W|SR\G|
M7XY>XZ|./TF,>SFCX>C2O7U^@|0+;/.M&6BU*NO?X=T7DK\ M8-(_\|
|_>=N|K1I03+ZD+B2M%)!1+(QA%A.*_R6B3K^?:BYAK54|SL?^Y/=Y\$RLM1*
(J\$AX%&D9<)>*"_J(BGGM1E&76OD=\",_>
MQU/OF3)KNYWOJ+JFS>|ORF'98&\#;*VZ\CR:T\>:H<2T|*JF@:YHD2V+&-Y%LD)8S&?
_AQ6@+|[%JA_M)AON/= '&L'G"KV7&\$O3X!04E,O#:W8I7(|E#JYQJVKIK#>TNZ@8QL?

NGY9SO M'GBVQ>\.6969,90XFS+Q+#N:N\$U2UK:D5R/Y88C45E>#2H[H]9GWP:X&ID?
MZS#MO_2HH;=J;"#T!L<+60Q&::"AZ)U0IW/.8YL8)G4MX)3Y+5-2.LG9+
MAD<,C2ZYL(VLFQB=>=>*\$T@1XIDI-7"S5 U18I9(MQNK;GH_"ZM[PJ*/*#>
[9G704TL\$#>CX;I&\H%))Y-UI1J0G6T1\$JKB#=1DV0U M-=*C/&+M1+H5, Z\$
[L*N*DS>CM(WW/!>Z AHF/E2RF1XL1SZHAA-(G G#+5 MVUFLP[)/UZ-
V)+:*O%OT,+ \SN78QP;B'0#+3Y=(9#STB76G9GI(A-FCNK91,
MI=KE.&N@'"8+GB[MKJ9W?L.6N>9&H\MM2YM&5?KK>VD(#9 Y*&.JKVTL/H3G
M,.FPH[P]&M.X_0WP<8CK[ZNR2^I&3.I M'6R?1\B89AS|\$|\$1\$1EM\$LIB)4QQ-
DVP5]TP(7KV.IK05=7^O7XVOFUR+/@-* MO(@+_Q0MI4'B6N0LW)/0Z
KH@6EO(.&)H3G|'B|\GRN%MDD V\$:5G=_L;H#M M1P+ UEK-*GMECI)FYZHW
GT1"0!;:6NS!(M1-T@ M!/=0\9?F-HF(J!S5""WCDH-)CAAON8A40-
2UKV;>8;'M"S%1:BFR07[PV5& MFX#
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UX\1\$F@!|X<31,BY;9!>/MTL*0:&(Z.CR0#272)TML5I2\$F(3C M7\$&(M>^,-
H#UW&HZMU+DJ*T6&E@S9S# 7YTCPE_1^>X7X J(C/.*\$&H-(; (M(M\?
T#M,G_VLV?:IJ4ADK< M&D&\$21*MY")A:2(MM\$!0QGM/8T;G[L/+I%A>5EYXJ)2Y-
RT%5)I=|%/L+,>^HU[NMMW;3;XMV;[<0+5L\$
M;H"IA>1W%9[|!'QWU=6#JM|!T%V1P%J7J 9/N'>"2(4HO4J;R"A!*J%#<+5;
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W3L4N^OL7I2VEL-;!%K>P70*X|\Q|9L"NBY98)*0D%#&0Y# MB?62XE=94AXS3;JV"
[H*QP'H?F?QUIX0N8;[^ +C/TY?"S^ZB<87T|X FR\$ M:\$00@3@W:U>M
O\$:F6JEAIDE(F_DWBR9K+;MD|^P=IO+^D&.0'O1L-SY.IE M,7U+@LTR\KAVJD.)
(HR@8,K@>B8(V!<3"XH*J!VVM\$J'(?B!NPLXP|TODR2 MW !5(U=@-:+|.-
[;^P1"NP@|@;&X1IT#*B*)J+YZR7^(V4@#B+NA"%G(|D/ M+M>.!71)@D>
<@JXXL(V46^B^/X2|EHK363A\32*H@PD=B7)-A)ND|UHSX;0NC_S=|7B073\
M^BIH7U|7SS^JUD|DM68|M6*9#>=/4B!'07>? NX@2|2""5)@X<[G*1:>)Y M0I-'4QFD-
EQ|^Z*)\&C3D6YXL(V<;R>!E+2#L|.W'|^-_'#9|2(|E0+N>42B
M44ND*ITF=8B\$^@A1T!PDO9/UMR;/8\6'|Z,J|(;81Q5E5M%*F^%96A0W\0AC
MF31@"/.0<4DB4?3A+#L=\$J<@LYY(QVN^!/ #T.&N,JOX'D|&T|'TF% SOL-\$
ML#QK1X3C:6YLV-)FA(J\$QJ W08>-^KK@H|8 M687+3,X-
8&QC2FVBS/KOYN,6TP|'OZN^'237XEU"3SO%'H\A'-W7IH=P?C3F(?U9!912-
F!@1%=0TD*>ZB4I+8!)%(- M9DM0Q*!=17.T>\$)3G3>Z6'Q,>3(I
M!WPHW8,T>CF4,GX6XB'U675Y,[M/NS M26<4I9"C3A32JE7B^|SPKH"FN(@1
M6"31Y9*7G!1"DX)HY6* 2)UP37K)K89S,,2H)?+F|_KETK*7%*59,\$E,@27! M1>(9.
*XE09I(|>Q=C^7^RCV?7WXKD6[KVVEVZ)_QXVZPF^=1>;QW5>C\7CT M1VE X#_C;Z9?
>QF 9H+
[LD2.)I9,68:*,FV|,OTJ8P;C;E\$JZDJ4>7H:UL9:\\$\\@R"&7&/'!%*(5)^"7*0'M*: _>#W@+>RV
>8D1A=E/I4#\ZF MH_C|AT'I;G#\F'24T|)(E7KM2EVD(T'&1)()-&D6-0MZHU?
_H:>\;'W7%6+% MNZD9L*/T?ZF4RBS+R>C03_AT9*_7B(IN=BSL;)< ICF\$P_^3_?)Y\$LA
< MMW%T.1H/^ _>?7MC.4J XJ6)\$0-Z9@FBX0\$-V(TI4QW8-3-JS
MPN|SS^W\$O|OR>3WZ D-?_GWY>= O\$=M%P.3V29JL09M'1&)M"\$1&<,0#6LS9-M\F
91|/'U;>)\2G'P'"F@M|181JMR*7VXC+=V_FUD',<(418-O!|XJPE\MA'I=|?' _? _+Z|T^ _
MX|G\$J1WF)6WTN14&*&V/O|)\$I8|0J!.G5^-RWS&;3-\$0*?-*QU_@FDOH_5JE
M2V\K4Z|.H|#\$2@C\$NFP%I=|HZK/.-L&U 'L;H!^WJVGs9XT\#;K;C*=MS-
/>8@A49>4(+4DM4FE%K*:, (^<9G3TM*C>;&5S>%W-9JK.EGN-5QJH9-6E
MW#X&.#T@P'F|8JW0MK>!H.@RRJL,L%>:\$AXB+M6#4%"[J=,CD/:5>[J,"?>' M,U?
32(-KW|*|\(X(EJW(-P#6*#-U+;C|)*965>&H|?P|)8C1@@DG*3%<*K0 M?UP)5-
;&9H=S=%;7;LK>,?\$>"0Y=3^V\$;L#?AP.H1/*&2|-0?+L::#E'> MWS+?
G\$DA.^Y)IL&7>*8H%8V">!:.\$2YHEW\$UK)QL^@JE|KZF2^NXF'-:4?8,L
MM%OK_3#P\U3M+"SE66:B(3HB,W,DQ*)4..LU1'_63^': 60|\K2>)+T&V05-MW0.U>
TV@=7(NE@#Z1G8%D|3VF,TV\$'B37(-5\+TC#/#/9(^PRR!%HBW7)'L
M;6+HUG\$3;G>6|H0(V|@237FPC;!K5|7^8S2X&D|]^L9?/;S"/&\>A\|>- M#"QXYS4>6V
\^O:*ZM(1DQ*:6\$Q1,A#ZCO&P)DC_V)-Z-PFJZ&/42IBU^Y|]
M&GLD_DRBYV.8:3F^&2D)UV4@E0I/7+"(0%S,@8 "[K+PD6ZHX_7/. #M5A)@
MY3XI9U,T6 J6LPA#/_Z/9MN4B|SA0R/)'/?(?9S'|*"YYN JMCU;"V0|GN@55#2J)6\$ M:
[|_!:\$|S9120A)*,ROE;I24U&5""9XX.1B-GN?+4_L#G=.ZTOHV@FVD|=): M(_K)
[QR_'O\9+TKSLAOU*CUPE\$*\$A@AFT\$=O MQA*G:2(JN41|DHF&1Z_!;P#9L\U7\|
[;R<[VTC@7>MHK>7Q6YGN8/H|F!..SD> M|&L9_%%

'0NJ<&T!6CO)30A;+3!NDTLOQJm[3?%-OW1::GJZ5U@'HU MSH?(fY*oCC-)o'!%0Z
T%K,!#0\$6>+;:4:|%=NNW1! GU2KI<*U_G3S;,-E MO&%T.|PKN_#K'BHP-
WK@AIBULR8K)2 M%MOP8ANQIR-E4?@8G+,<^,P%D5Z4GL,XX[Y':56N6D,X%FF+#;A
MP1:"ICQED6H)-N12LZYP_S.:DY!S2=G,-%'&,RHP%(6M)+'5BF+VPBSPY1% MY*U5"
(V4*7EH%G-/-&*%)&&X42\$D*S?K#M M:/R"Z=>H\$(Y)W"74@R-T!#1[6'<\$E!*9HE?.I=;
[N3W(3W3:YI= IDUE=#: M\$UC
ZWFOHL@<7P.M2M<^;4E0P)&\G\$E!,WH^36N7%CCVS(9=E;4!\$;:2=.L=
M8I%MTPLI&2\$<\$&T2+E*D3&QV'-D.0,%\$SEG3;6&!XX"U_O1)-W#Y/BQ:M6:CV(<
M7_G!O/=>0^.C\J=+|:TD5_M0|_(&4'*=0?6JRH\6B(7\YAW,Z?
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>ETR&4G068K\$1!HAZ"@5K1UMWAGTKN_,4P',8N"1&U!HIE T1?!
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MN200:FJ(%CNBQN?*/R|ZMM!<@T5J;B@%'1)|RUQ!R_*|+2HS0L0D*,%C9J.|EO
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M'|47P!)TA00&(D-D3Z0)Z:RX:DG7(T7KN M--0H(+WUT!>HO"?
+K\$%T=.T89AZM2AS|>LM>KG<2^23=T0[*ZP)0B5=V\M| M;D/LN|>*JFJE033U@7&
|FR#|WL?=-;Z6|S4>;/T7T'6TERZ)Z'UW6^!H(*BU M*)-
(<.>4LLPZ4S%RJ!T'>2GC|AMQ8AN)UTZLF4W/G@5S(2WKN0HP68Q67YQ|
MC*:DG4|f\$RC+Z2G*4@-":.)^4-5ZP8._8"FL2+S9YVK,:3+Z5:D8MY=K@KOW.
MY/0;.)=6DT\AF42)\$K+,PG6>6*|*(DH((!|5+M6^=WL,TXMG1Q/A-S@AWL%D_M
G#Z>39"9GC^#GR9(%60?QN-G\$=>\$D;4IPPI@V:Q\$(37R9861XB55FJR&L/MC=@,6?
=\$V6_8MX&^&FPY1PAR^A&F_?%,,*=AT#^?O5\$|EBCS7&&NO9C@5'/< M%6W"O5-:&
|SC4=?>:|:"^=ZX4TAJO>>KT|_?7DTZ_'|S^=|;U_|_KT M_:>3|f\9R(A(O(|ZC(T%S3Q0->
(93&;C9+\$U\W>VOG5LK>7;,U3;B'K?-XG? M#M'19')K4:^^OO=37-
)HO|QUYDO&+*D/EK<8+W\$Y8ELB4W*\$95_)#3LG9;5_M#9^_
T74=A60*C;N&3AL=M3"A;R%=H%RX#IM :Q2">P#6?F)PK33Z('V5T?' MC-
%&*fE!HS_H6>E.2=\$4RXK\$A,:="!|=K#X/OFNF/!*8>P9\$V48+M6-U'\9P M=M6?
OO&7_OPZ3& C\$SR;TAP@\$ZG0^\$=|G1\$O3+1>>9'O#OI98|&L^O3N':%J
MLA_5%%SM(KNKC#T67
M.XNN|fMY/+SP"V?|J.1:+ULJ)V2|9(8549,)6F)RX"0(HVXVTN?KS
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M"Y'&%*PE6D8T+%B(:%B@=^1\$0#>&\>Q-[6JT|1>'H\$ZT%1|6WYQ7LTV.4C_M\K=(
QM5XI3P23%)E?^NU2%(NQ(OJ0J<^J=@+|XZB^&_|LJ|f:YX=>"?# M."|7-
f|@_N^3X;=??KLM_(HB>P?G?O_6RD9*%7@6,P\$(H92%9X)"P3,TA,RC
MT."DW.ATVA7)X5&H>P5UT^/XP_'|LY/3|Z^_WQ^_/?GTx=W1^RHE99M;(7|
ME*W15RHV>U/P0EKT4)LU|5C!LR"9XHFDfW"O20RY%E&5|-2<%%2SK.LG4BU
M\$;fZW8GO/^|&|"|=H3*:5T,RCMP+855%8_M?BA;>
<\$BR6/RI7T^HPNHV:&FO05>0#@PV MM-E!*WLBD,&7)L|2|&*TI6N;)"YH3BBW/-
(L)#1H1+@GXCS:E'#!?O-E&&0WX M@BA@,NW' G_1TN24&6_B\$C3S>>G_84K3KD
@>|EX4@"FMB%T'\4^&I-45M:H MJJ0K!A1GR7GCK|W?
SGI""Q&L9T0;5|+FT,\,BEB%22A+,T1'C)#)A#_>C|Z
M\O/B\$^>J7GQSK>7KYW6OU5VE/MI)9+5O<.:1\MP|3%ZNZ.OZ+N_'GV!,:2> M
*6E0ZH"LV50I(S\$Z1@6N;@T;DE&_6@W+S9^Y|N\UAE9;B;G WYT2X&Z&|G5S9W_
N\$,B4%O-MM+ \$|@%=3D-|>U4N4)W-U)ZDA|W_'9V4SU"S_&G>;SU3A>^
DL&LK/(D3+3DHA"1F|)\%J0.L|T|)\G4H* MH!1:>\DB?JJ>>46/9UDYL7XWQ5_\5-
<<7^#*Z.XH01@X@Z1/ MEG@M(USY&(F_R
PS+W=9=N@J=B,BZ^0A>GUZ/(S"F1^HS<=>EPX% MLPR\5U^O_V8Q7F"V@NME#-
,LY.LOE\4#FZRIT8,2%F(GS629/#36^=FSVY?#VD4R;9T|;:53;:AY2
MOP269X?);ZB0R<>SWY85C\$Z_C8 ^P^S*-)>NE1_1*^4Z-INA2
M*&E+B+.,\$S7.\$A!&2@D>;-IHAWO,;=%9/?L:Q4<|E9?#;|f\EB@36BLJ-
MOO%&61\4T=1Y|%2R)E;|3_2W(>'/'4NU;TT>@',XI*DM^P:GV:UI8TNREM8-
MEY>CX0QOST%,@J(+Z|TK%3*EWZ'*D5BA%64L-"JNXZ/HS\ADE361_M'<^7^
M|_JW=VV|>5 ^'W_BU?VL8\O+RO1EJ:IMB\$BD?H8C>VQ@D0@XM)MMO.,_F
M:4+"Q>= *B\$>0+(-_SXSME?%<_B|HN.E!&*33BFY5YNI4DT(9(X/<+A5!Z#I8
M9^DF+JV:%T'^^G<_3C:0&?";QS&\$3:Y?P\ _M@=GT|D9: ?WPLCYZQ:V+ MQB7#M<_
<@N2!6922<4!N:|2DJ4CPW?!^1O*7-/<;J"/X4+Q6D?AS#+6V!3_MZ)! A>!Q90WA_>
<@8|T:)L*D,YL1%V7|KSN#O?WD|>V>/=<|f.H&HL'.NI>G_M9QHWH|_JRXNSKO|BR^=?

G>5539.G=%L\$?#>|T2T> Y"K)W-8>R@M&8JH6'> M*,\JY40*\$927I2/IRJZ@K?"
[@\CN^K\$JUIE_Z,"^0GSX@T\G4&5UX,KH*N*O: MT#N>Y"J* MIZ,TCMS #K|RBDM-
7+ @ (40T0:,BOOX=8+;E*2HN/>N]0,VPZ-"N MGD70\$70YNYR-0KEO D;W>)O!H"M M
7!XMTI#7!^7IG[I;+|%RAY#6NJJFX JF=>Y#L@!DCK+,&K<%)5;\$P%A")TA
MY0"+RIGM&\$Q M&9M?I VST@D& 8/ARH+
U)6CK>*64"/R|DM@W5"@=Y=^>3|2TNO0<\$UR\$' M,KH,05")HG42C'-T7--
_R19HNK"XSG?,P?WHE_A\$[9N^208;< ;B\$41M1@(L/,|YW'NY(N|+-
'+)GKY>^CTE57R5_Q&@|RHJ! MREX9%RV\$ FL6:AE2JJO-8; /*@<^&?
L\L*T"LJ(\EYZ/A;N+ #G8(LQS#|7\$^ MG8UO<+)PAY\$1D!MGTR=>PL\K;
|D!XQ5#EKY16OB|ICKT# MS /D:#5MF3?-K-(.RB?
*\$8:X<,V=CN+@QR#.83CMC89W;SL:7|2U\G +P0GQ M05Y^'7LK3^(.S2= M89I@/)G
=#I>PK&.NTAV#XLBD!H&5&9.\BIQ 7GB>Q#A*("8 MI/*?%%. "%F&4Y(TBR|SU==
MK/XAN.) DK>JFE _:>O=?WXYU| _?;MVY^ ^DW+YIZ*_S7PO/#7_NF?NL>_
M|SW_+6R>|K,L^|7YZ^;1*C_TH%S6_7 ?/X2| R|PSS557C%54 JOS/5?/A
MOX+BNN'Z2;S T2?4;!|_*J/H!_ T/ 3|XK|!|_ X"6'66QY%^X_J_OW_Y MV/+O&"W-
2|KCYCPI<2^6:U^?N3 _E.5/SPN>?_9UY*+
MP\LNRW)G585EIK#T8X7EOQP#|NL9Z#O"MH'U0%R#;F?7>\$XQM//SM"|DOJ" M3X_P
,S9*+=?J*L5F^N|NP%U-NK38^SJ:U'4>#G#UV(+9H#R4GWP4?|4@5\$+
MC2C3!DZGN@>H\N\U7S'>:LN=I4'_ OTG^=-B7<%(C\7O|_ ^5LBCFCFO;CE=EWDMM?
K\$'P@O%PF.B<>R&&*/"GKH\$7U M/W| T^V?P/T&*8!7##RL5SG-
'_ \$2%&29W|^)76DA#^+&&.JLFRN+!&8OJPMGW MK|U0B?I/H"@9+^45Z0
;|F3IDOUM7=4*7G57?.&*Y'S)I3GV0=ZM'OC'HI?* MO\75UYNR>,KEZ?/F^?
>*LP^KZT>ND%O=7|(Z?VH0NB1576):+VB6Q'Y&Y/F8-MB4AJ-
XYAEM\$ \$QIE@/DW"E(2)R5\$R!9(3GS4#E\$%=@+)'&DC#"PEPNI3*\$E& MCQW.@#R#G|
<2;9"O?@%CSG &|3_,*8F)|E:/3WZVAMFIFA?|4&7R 1!BW&
MX&>%\R_JSPIM<#/_\VI|/>3%L;17\$0YB>3E(*20L%3"),002*/%(R\$TT^G#Q
MB35Q!TH*:"/(M0)HDAW.*&G &W|,U-^%6=4|P\$GSBNUB50/ 1_O"L><+XZ M;F:.\F)<
,^@T\$SBK(G3%K@CH(Q)F'QE(%WRMZUDO5QM%E\$Z0D(O.\?^; '>2 M?9%GXG-
CF5Z+C\7J_HZ7#^ \XD;?A('91%@! MM|@+EYS4\A1EG?^S\35>?7_DJXIO'#Y>FK*
(>!\$DF&<0 M^2I)!|"#*?43\MX0?4Q&(I!YF)#|86-=C@!K;(@1:|'^4.N@!#|}\$"WP5X
MGU?JQ/HOCDOP"=?*0_NLX_EQOU|ZZF6N73!30: ^P <8*S_7G'"FYLU"951&Z M8-
I+9>ED3|+_KXH;_&2*QV|C,+)6RH;):?;:%LO1?@Q09<-*@
MJAR*#H,5+EGG*CKA!* =YPO\$NV;@7?W"ZN)U6_2BO^_QM4=5W"IS|_KU^(^G_
M^R)A/&29)R")? *DG@S"!698BR+B/I8ISB G?Q (I F=JKPW|RME:&C/R'@L5OU5:QLU;#
#"K4FP^_V_?BX;-P?TK)IPH|OE\4W;1BH.7F6#/3E\<8 MK*3J!|/>"HM MIBQ,A99/5@O:Q#
(_"UO*!(Z;,"#/Q0"H,' \&HXSCL|07;&\$5,3Y0QF& NU M%I&.1'L\E,V%?A;.T&>C7+L2
0DJD/&-(!:40D8! M@E0Z@1=EE'%!2;J5%G9@|8D%N0>F)ZR':\7S3,I/A/\$'LH;-
&35+&NOJHO M1J:B;@>(NRW35BDCZ+<*1#W0: 4 _;N9_N70*|/H@1%<>ZD?
>|1"QC_R)VF^ MWO,O:GL66<9CE\$81#(0(((I3#M,P0?+T3AA*@@@1^9ZNB.\L/;&\$H!
DW%K M(!&|I&N(N355IM9S1|)"7LP@RD"!KPNP\$7)-,S\$ _2,,HE.^ ^,9^0^1T1\8/
M/V\$FXHSGB|)O(V3A"!/J9AD-G.I;&N(^%|*T\L MX
TLXY#;/OWC\$GX6568"KDV0M@0<1?Z_G5QQ^J?|XNE7^4YK(LL?MI;Q_DJS M",91
GJY./Z_W556.674_Z_ ^L986|%)Y=+YPN7):.\|4'RY7;/>#P9-M+>:' M%2W5-?L=;_ \K?
U^N55'IU7?Z525Q2/'E5T)P^=UCE&0X|'V(\XAHEXB?PH3 MZ!\$?
>ZG\4>!@46]*\$\$_>!.=%WTC CY1KCAE\O%8YO@T6X&?6X?+.RMEKZBR4
M1ZWY@6|I,+M\|S;>K?Y'W!9|?BPH M3(B7JKKR!)(T5#U1(I+X<91XL5'XYCQTIG84-
9!55(<_/"Z+9XKP#NL5/\$8 MX4#E\$|XF"84GK4->J?)?,PU.QUV.J.@#:0K5"|
#UR8+L!&_S %D&7>8PN
M&.4LV_\$L9&.;B73|N/W,22>KV@:NJXKS31BWB9|IS#')EWG|W">CO0QJ4U\@
M/^0P8H&-"!\$/_K=JX=\$\$>XG@/C)*J|3_8<;=YN0!3|E|_QA_0!N^D3CWU>2
MR^!|S8)O5=.IY;*)C;(&|KF-GN@IQ(GYJRI5TA<_ \$R9^ _;"#ZZ(Z9&YRS
MBT\$JY*0! =&L..0NNFV,P<^ # =FD7|07G|H=E&-Y\Q\$!S @.H4AYF(1A1%&
3,YX':!3'^HM"F"#PS ;|8R%\BU^ MZIW7KKED)IH.&&1_H0|C
U0(YZPEKPH271ZK1NV8*@U.VN%PN.JUS69;* M-
=,8OUT*A8\GUIC8IF7H\$%_X@R|ZTGX20:,2|5+VLTD^1C9#INLZ1(W<@S+
M)3IYI6PKIB<7GD4T=7,15!G7E|1>X^7R6=V,_E)M>NML|X.:HJBS MUN3|I
=5S|0>*CTNS94//%5_&O2MTI=1+OZ=EE77S#&-B6OR1=Z'7=Z\$32FW M\$F@M
+.)M@FY0P\$W>L\B'^V&E\WA+0EX(V_&@S#*;2V7_GV5;TX>D28Q90&! M-

{Q5.%TR/./9!X4G6\$:8AY,HTTY6TX<[L6X8(-(:3(:1T@87T"!CD!)FP--Q
M#3\$A\P4A2Z3;')D#;AED%TW#=?L4N_.HJ9)>69DSZ:L6>PW'SI?8T\N3Z
M6;QN;D1\+E.?:>6%X<=EY:>KH:|&"GZ^N#6XFNR2=-F^LJ3%33STACN\;|!&W
MLD5V5YK-Z#A(P-"Z./R I8^O"V!=BRMW'I%I1*QG%ZNV+MN5:5
M\HMA)10D,2,9AFDF,HBXB&\$:4PZ%SI 7)A\,S+H?6^(Q8WCO+5Y251\<1-OE M\VK(3H-
;\$ZGOL#0035?2 1\FN=NBEJ>1+FJ=2T>'J0!W_S), YHNVF:OL7I
MM\+0W3C8A1ZE+5LO#NS"E('JGCRC=IB<6\|LKS6+7GP3QS.4L-V0%0B1;; MB_? ?
M(%_2_(9+UOSS%VFC2\$S;=#9_03F)D\3',&F;OF<\$L\$%C\$B M6!"PF/I&A\ND9M:ERH\
(&DL::R@5^">KWC9>"^>6DS_A>EJ3)TN3^:&O*5 MN&ZH-
AN&MU>779_1%E'5VGWX7(1;X'HE\?F2%8\2\|?XGO=2\N1UR=6@PHJ4&"AOR.(\
M'0;ZM\ICU)^^WSD@W\$P3G: 9_*'.|K^G2#.ZB)X;,W9KH0GB:I>#D\|:A'9
M;0\KM\NBXG?%I\5C_BZO:&-B:<=UCZXP=52WM3,:R*I&ZBY7PQ\$*\GSS0>@
(MD)!_6&M?OTXPX\3@N>&#F>SILJ\|,|D*^ZDU"|\<>WS9^8*)TG;"?6>?MJR M/>-
R67Q3KM#W1?FN6)-:K)>7E\;KILR&\OO) 7F\+DNI:1>FSJL?!"=M/?;
M;/PQ6Z2\9\I'D&2BD9G)UOP)CG3O*YZ3AE=SLK\|-QYWTKX&,9;/.O'HL*KS\
MK2S6C\6FR%R9ZL6JSE=KSKI2I&)5?<8/O)W3L_"B+(E)\$D\$<\$6E5AX1!G. 8
M\H!P+|7\$"Q)LU,;3#H^)#Y4>*!"@!119-0,\C MVU5\4\$LLYFT<>AZK\|E]*GKF)G\2\$
M\|S?9=5OXCFN'#(FU8-F6\K=0"*8D\6&:\$L2\$0 13HZ&\1R%-?SHV7UR5)M2Z4'K0)\VJ
MANS2.PJ=,,%KFWI-R_\$/T6;JW+|HW#F+:H_1>Y>Z?S)%RS.'<|+YI2\4RWK M&NA:
|&4\WZI5YG,6,T M#F-W/#\$B,|GAJE!K\$>HW2%\8NWY#F_|
(G<.7\U7;/N:/7%IB'\ARO)LLR\Z M4_Z:++|S> PE49_IWH%W MBB/A-(59F'J09SZEH>?
I(C/JZ.,6O:E3-UID5;O&#MT=,W:++*!55XMSXX\= M8'T!&KR!0AS\H5 W-!<;ZN>5?
%ZFV6FV5YGGRRZJTW\3F?=UIPB-W\WM2D8 MN\^-,1(H=FI^OU'F?
O!O(80OY&\!%)B\$&4HA80\$GOPGPYSZ49(1W,|BU%/?
M.F"UY'QWRJ)A_+^/:Y<;F\$TQP'I%\N52RC95;F,S_:K%3SVMZ8Q'5KKP0(-@ ME05T(!?
G6(SH=B1NM("L2,F""2\5B*Z=PE"M=NOGI?3#|T^?^|\^D(E.I
M'PL4I2RFA"M/#%4=T&*I(RB&/\$\$TBF*:>;G6@!|=8!//; H,*%9 J%E<3\TL M+M6WMD%
("H*J.W@82W(Q9YZ>5G#%\$C-MT\$+=F:'Z_B_P\X<+T/"IK5ASIPAT MB'2D
\$9!S2KX.D2_-%'BM=^P\$_,J\OZMN0/3;8E45RYRUZ?HK=B._*GU=_+5X MGZ^D\9++ZC\I
W);AW!VYR,./,\$\$(C#,\$@11*D701RG 0P2&F'FOX(1HU1" MUPA.K%#>7-Y^N 77\|-
EZO;J\IWEW@K4M-&N=-"EW1\LL30-YOH9,DW)NIW?3M)"LVCR= M63Y?(6)SS/5-\E9%?
\$(T\KMVPP.08T:#>:3WQ:1HM>TN\>E7Q:=)>=)UR M6UOR#;M3MW99Z&|?KCY=?;Z\|-
?,>C+--+SQ7@C EFLJO @@@;NB\KC M*:[G6C0ZNFN/PYKUXJQ%]\LM;L-Y+3B?K7=(Z?
VJ\N3)\T:.S77;HF(M-F_N..W3CK8\ /= 'F&)WG!V: ^M&%K",<=1?>;GN%27_*J6^1-
06S#^OBHY M7N;_Y.P_BZ4JS>AC*M>K;SELLPK5;71(-G>*S\|S^EK\+SDF0Q8Q#3\0;
M(A0E,,(PHC\$@E":A;YOU.5R*D0G5F!OFUFKE4H<6&P\3_+@Z+BU2_@7B); M78
5KY4S_F?"5USD\2^@QM\YTRKSYW_U?|D _JGI^T\$6CY22@_DC!5?HSD MP_+9;
(8RW98+%GA^"D.2A!"1-(%ID(80AV\$97^RNX>F\O*C01GDP?>F\$^/6(=[E&>|BO/V
MW#I&T%Z\K;./VEF7;./N9L1 /UZY;=H@|M+L\1L&|\$8;.KFTL4B"L\$)U!@
M+U/C5SR8\$;NJW.0F=I*;!N:5PHW:>AY?_('SSB+NWNSV96
MPEE,U\,\$YF*EF9KHV*W7-Q.>F\1NP 2NWGX.EG3_(!MEE1QN"X
9U#Q>>#5B;50*Q\$XLX7QL6=A^@^;5:< M2;+AW<".6B.#8H0F*W/BT'JS&1,CQ Q-B;" +
-=^2JO^4=L.L/JUIN8RZO M;Y?R(EU7AM?-8XRKH9HG%O.&X\UBU%Z@|C#&
<9B@.4!F:=.\F\4Q4#710;,&#G_-5 M_'OZC=S#@:AR'S\$ I@%'\$'\$60A3&J?
0HT)X/@UCG(6+-O^J06?EX\O 6MS M\PV_SU=-5P6"E^K.<0'H@,\$3,5.>(B+(> S\|-
_D@(@S!# L&O1 '!+,PY"CK MF'FUTBQ?
=|O*JPV(Z_+|^<7#3VC)W%EW,\7IV_:P\Z\$H_640+=>ZSV0;V6
M1^HHT2,>I^/O6"9M\O\JK7O(E&N;5LSG##H/D^L_1\$^3P6&#JC
M=BW(ME&YP\CR45)<183W 3LM-,+>QR4B'3 M,/+3@)%;A
8Y+NXTAS4S""D6<_BSZAUK\K042_8+.4TM5_JPCX_=%%7>|^-^ M6JK,"_7GA<@"09!
(((*7<@R@4&!(O\Z\$GTDQ>;?TL\@R;&-J@,;'^VD:.\NZJ\T\8WPW#6"3\$ J^*^3H:+(
L91H+!)\$HY1+YJ_H"(MO%\$A'F=IY&.:&)743(7H;JP<_|A'H%F\|-
V\0L'>XS+9\NDIT!|A3\Q4K(/) MY"\3H\;YT,V.-@3\
)/*-5G\VE/+3Z'YVW."N2;SG4TSUX7GPC_V,<>D:>7_ M63*QFS[*,\3."#0RX)(7<&E'9N(
(8!3ED08\206772*8A3IV\MNLC LL.@ MJ7?HJHLZ3,"C"G87JW.\:(=8:N-4.Y-19_K8-
M"E3MS G\KI-D+J)#ZX0_!>
MT24W0OZXAV\LO;/Z^JN;IMMBU61X_C6OO\Y=5W7QP,M-*G2<)%(\O4 X9BS!\$ M!'&
(>#_!-(@)Z3,XHJ-;CK.[MUCF_M3*^S3EAEV\U>EW"W;>M/0GV-?O2ZK#C2:%

H==M9\$09CDAIX%.K\$K><<\$E' ;*3E"4QX?VDL'XH[KL M&SKUM7BHIS]
<<A,>1S6%SM&A_I\284.X01:X"<.5:OSX3IF+W!NY;A0ODM M&((G\$'DJ 13|1+48#:"
(>9BOE,=);J06=I>?.M"GIFB?,=3V!2\T MPW/6%!K&WO2),X^J':3!5+* MI;"
(\$HQ\BC+H"210|AGC,".>@(S\$C#/.8Q1J|5@_O/SDQGG57-7KKQQ\4U - M.K7NLV)))-FO>
M>I2FT<:K^V_-US3U*,8| #4^//V6F(9JY+^7SXO?,11)G?DOP!E,W=Y-
U(2HOU|WT=YI'BR>[|@]*[M?ML?D8*E9OOC|J/=?]@-_L;IY44L7W'V
MINT>I4|76UX^Y;3-=A0D"&B4,AAyD>H-&"8PS<(.9JF?1G\$4T%#@831T9A3:Q
M6'20FCQ1,UMSG\$=Z|JC(4|V'-:O=JD7V M2S-6|Z4S^O*UU8F#&(L4VX@\$C\$
1H1@BS@/5\$B6%(HM8&G'F>|P M6A_ML<3/=\$|FU(SD6V);.%-%%T:
(AEGZ|&/,WZ3I&YL\$.6T MCZ,@I5KQH9.0)A;(%K9J9 =VH7>9(GI">H?XX+JE MFPFK-
&VAU29NQ*J5 M:|0R*W_8BNKIE6<15VT">Y'5?
&V|EY5"FTBCCX1(DF#%/J1BN7ZOJ|J2S'\$ MG/DAYCY)P\BLSGZX_0"VA>56T9E7|!"
|HRT)|!,|O1HLRB7/T2"L_+XG<5G M+H<_1-A^^?O!IRRD&=C8XZ1*!:2CJ37#L-
I+NI9NIFA)11|7+HO?F4R0C6.|IC M|#GG?
0M_*|7(^Y3\$4DGX\$8R4L82R@\$#L12GD*0\1|I, \$2W5H0MP8E4RZHRV MXY#>?
<4EW6;Z9;2WH#SO&_ "S-!#<(73Z3H\$MN!^E)>_ .0:|_W;?LZQ!I%\Y M6R|Y,^GZ&*
|5>"R(#|Q0H^FT.=^#!\$1L91WG\ \$LS.(X16D0^BHJE,|_21 MN0Z1;JC\B\$B
/Q|A#+T8!CS6TQC3<,Y,=^RW(MUAW2E&F1?C&=/LJKQ.'_"M|7/&#-DK@3-?P4|)W)5-
_,^7G04>I2_J/=5YRMF!Q!(!/>Q"SQ(@36Q&OG""^5?QJH:-I4'U^%Q;F.W,=ZE41
E:40AERR# MB"FV);Z 2>()G_@BY"@QFUKEB'M6@Z>ZDMYRPT8&6-
N.0>44MMWVIN&CGM9U
MQ!O#*V#_-7K1(*^'|\$|!:I#G2*..09I5A6J0_%)GZKQBIR0O5W7.\N5:S<7;
M|LH9Y)AC'WN)CRA,68PA"CP?9B1(8\$8Y\;,(YP:%?6=CBQAR"WYEQ=D96
M_DD>ZDFZ2\Z8B?N93#\$6>EU*'4G^27"SBK\N2|U@/9|=HK@,Z_?XNKK35D\ MY8RS-
_\^_5\HLV|06;P>I+@), \$Q;P\$|JAO)#R-->,58DY QPI%0/
LZH7AQ_:NJC=Y.31)B/\$T92Z/E^"%&&!\$PHU"PF,=I@+'P
MC+RBYBA,'1=1!XI8%M^Z5JZ'SE|#,8\6;'9|"\$^?'F9Q&\$^22V;/D|G/Y|?) M2;-
GD/UY|:A|QXXWHNW:WQUQ@2=2(@(_51UNZ59"\$D@, RR.(Y#GOD>,7(6
M'(4T=8+'CO_K#)??#G>;-MW.
(/P)CXNGZG7I"6@O3^#)^B"EZ(GHFJ6;"J8"!#31GHU8U:'&5\$7\$ PKQ)
M\$,=)W,M|&'GTO/8UE|_S:H&ER1Y\$TDXG4<:DS 4(\$AYYD*J1ADE&*,9&9OMP
M|8F/Q\$%W%P7-LG%-PP4|(;ES4RZM,FR;EDSQ-IQPYIFZ5=I5S,DZEBSFIUG M+
(N2B|J2+::D%6*A|=B)7^M MFI,D|%,O) &!"
(<"HB#R88JR%"*4I%DL>,RY67;@&+2)!;|%" ;8PK4|:<7|I M2;|S+I@)OC\$#S-/Y=
ASE<\$W"FO>I#T=LO?R|+1>LHC|7"Y%R=EO):ZJ0C_T ML_6A/D0#2S0
K,) AP@T2#ZTXE MP|5WA M*_^J>F6_Q8|YC9<*S8O.\$Z:W-
<:6PD0,=&1;N,9N5FMD(M: ^M%^F F.FWSEE
MB^8V=/=P_XG77PMVO|_7;R34O^NHwy'7)U:A#51PIX;W8,6M)|B&Z-X7'DY
M(M;0UMNG\$ _RAX((&L .5HD'62!H'4>=15&_ /MO&Z%-Z?
=ITVW2A*FH:"8PY@%/D1>+&|&H@CR(!6|_E9\$F0FL2Y=P!,'P%2R
MOV,'%2B=|JP8%YT^C|!1S_:8@CEE,GVX_Z?B5H_&YD|*\$?#S6VG,Y_7QVAX'
M74">3!9@|C8%^Y5^@X,TZW#3WQOOD1?5=BI E)ERO+-|X<5:|MB-<_G0^|.
MGI_2@!Q:RM6%RO22V.GG*WQ40^P/DC|Z9/Z7++-1%J#8G?5OZ?(LSJN#RXX
MVUD|1L|PH|Y|SL'D="6GS:3C2IKE;3@890'B:19!&GL8HC!-888" <_,^6GL MOO;
(HR3B'E86M|AXA 1C|"4>S'\$
MH4A305D8>IY11:DFX(D%_SW.RQ.!Z3/Y%N(LQ%\$*Y8V%J\$L,D2Q#|B:3H#@)
M\$A|S/S6YQ\$S"-_+S 8-*(H25A*100GJ1*S,2;|A,A07RB_>"@D@>K|\$,H
M"8(XBGV6)IY9"X,IF&G5S^_ZNIV:EW&\$W!(M-
I(:EWZIMWF:60;0S04(\$PW""\$|FW")9,1%"8<'578;J|\$>'CZ0=Z2|V8DF!\$VVZ:@MFK
MM@,_VDJ507.:ZW5=21C*D|_@?LS"C#&8!:FTM5(<0Q+|_:0BS&C*?\$8|K>N|
M'KBI\$PO:R1==@=1.=R0PP,*|890F,|=5I7L6F6E)3>ZX'^B0^@9,T)&EY|Y M4(@J?
O30K3>LK"6FL6VS>=NRN*^Q_7M"X(+P//3_HQ!Q&/>(A#2!(;5#V% V=K=?2|S=S M)-
LJ5J>S_FRA.P-BAY\$|D|'7M#;GAU^+-NI(@Y-VB M6F0Q%5G@)S|A"8?(JV*8-7X3^2L2?
N:%U,C9KP%\$XM,_QZ#M2|V.#1N\$T Z M/ SK8S58J>=E=UMQH0YRW)U6?!7J6NP:L6
M::_L;W>%2K;J? *BU%D4,-YD89S4TZ>V+96&/LNC
M!#IK(G&,+M|UN%"|R6Q'D!_)W/UT--A6%PZU9YYD^|?#84C>,K3"PH)M|<
M\$|H/RXD;DLVD9NC%ZX%.)SRG*;02I9%E9Q.LTZ0-Q4SC:0?-RIKTC-X-?H/+ MYO'E;V6Q?
GR|Q%6UF<+=I&4R\$4)S 1%),!Q1&)'IFN:D=.0)NW9\$2/I+U*\$-|T+B.3|D%AG?

VU^"^[P[#26>RT\QH80YO/M6#+B!W_@_4B=A9.,PY<MK5[RK^JH].0_K&CQP#
<9F/*,5NUD8&[I3])Y?2WN\/<;E74D56Y=ESE9U^JM MNT+.:8?*1A4-1\@F.(
XXABB3%E*6\@RFJ19=2^G?YP5,O\JK!;8NO85!AZJW4,J9^H TRJ 0IQ,\$.YJ!%'?RLVMH
M#K9TM,7"!WK2 (^M/M;"AWR8X-R\$ULTS39S.F9!XG9S|<|
M_)AM_Y.GOBP>.;OC\NJ6!;WSU_R^Z\UU5U\!(DC/P@#Z_D40R2B#&*>I-"/M
I'&#0DR%AEYH\;A3>V-ZJ&#>@/>M-').+|TO4_NN&#H?=-HP8_L9M*GF-6A
M2::SSB7CT&9N6*)%^GZ?&KW7S+U\;XM;ON14WN0_-6YN;A W/O3N#!%CO)(G
M1P<8=)"-H|<'Z3\MT#F79#.QM*76R*DR1H*5W^3@@@K.Y1L;(&7H_1\SDZ.JMK+
<|C7_C*J'W\6M.;O)/&0T\$#0..\$0!10(?>5Z21-JB42IP0E,OQ*%6X&84_MRL1B-
P1G%)T99\XO#DCV\$SH3&C5%CO6M6L8./+G X+"3OVUE;GSM601/B\Q>
M^00>MDP<;AN\5M="56\J*HUEH@W_387@A./^"B!*.<\$HC22/ZD(*A>\$!&G&
M28(V:1AW!GG#QT%:I%_<6:0-=|UM"P&8:D.0=R@T_?I,LX5'^*=GPY|+ #KOL MX
ZHxD'3BJ&'VS99=I@5?)HZ5\G (Y#FS0(^3?)>H_&*Q:=|#!9+W'Y.;J M)KADW.\VZ
(3GYX=7*7YB&)8\3?=I:=4*PF20.:>W:Y@'G/6\TF771N_H
MJO/UTCM%V\$Y#O9,/6XYTQ'F;U_1A\;BNJX_HAEV?HPDX)CZ0L @)!%\$<8(@M)E\$
&4Z3*(Q%F(K,Q.\S_FMBH6Q_<|_16/O?X6&TQU'^*-W1CJBVDPRMUW\$ M+D
+|P(TD\$X\$X@8\@T170R!'(,T\#/(TR7M#(35>L1/BWW'"4J'\$ZY6*6\K_M;A8LX=3#
<01\QM54NYC",T&.,PD.9CS+P(F24C'P-E8?T.WDHE8%"L7%7*
M'6=9)OR8T!@R'PF(0M^#A/@I#%*\$*8YCD5%AH03.8M@9E_B9V*6G_UTPP?!B
MK^AOX^N*#6U&7\XW\$G(7A=*ET)'^.PIF5N5WBM7FN_D\PXZ O<=2"DMUWBY
MC4?|BSBDB1_IASF7IA!%5\$ 2A1SZ*\$BC)/5IA.P; Q\%.|%\MUDE> //4)XU
M6:X98B;KNUV".P14\46#PB!_9J*NP2=)GJ)Y\&@K\=#^"0C1EL)GW\; MMDT3=";JQ
MP>T@KS;F\K\NQ(3)IUV^\$_'73&L_RUK'1246'+-R+YO
FCB."LGB6NY88VK5O\V2,S;^AL1NV-3AO-XU^+X%(* /MFYZ-
)Q(G&01S&)/0)2EOOR)\$1A)39;2\$.-8+Y',"OK\$*NS\$_(QFV(C\H&PS
M/FO>R\;BGIGFTA@L.M\$<:RL&N+JY&<&>IQIGPY;J.YW5(I9*2/4U43DZG+UK_MG&
|M_NVI?=FU+5ZZ*;O6:LJP!=)B#*>\$0X3S^>J!"2&V.<<,I\$R\$@0\BEAL
MI(L\A8,6T2R:1M1=ON\TUS(!>J0:UO_.K^W#3#.E1+F+>JO_<+= '47-,S MVM#-
U/"NQ0BT*'7C=/L>_Q>@QZOMI@1ZS-IN! Z5VGF|<:7>+&85\&=OZH\ ME7?F=F
M*S3OGW,SV/ Z.N3MH.R_1\!M@CO_L?&H=4@JU=FJS9/=9LTOIR\YYNJNZ@2G
M>: ^N+MFX=Y-UNOAY91C2:-V)YRX2\A4\2SQ(D@!#Y"\$&4Z4S\$QQ&6<02:482
ML^RS8Z_FSS\K=L56.QQ1D\OG47M>:45R@FV-1\5<4QJAR75.R!>95ZBF/\$
M'BNF./\G8BV+JWWF.;+O'Y^5SS@?+7(/.|3B"TE/5K/|3SU
S"!AL5C>YVJ<5EKRNXY.)E\X5\BIO_ =ES";W!2J_M?N!;Z!> \M\H>P:91FW
P5P%D\DL5>0JF'(8Y2>2%,D0\Q2R,8IV%&F\IC MG_<|+Q>|P>6GK\(/FAH+LX;JG8)Z
(T;+T:'P#8='@0M&N3HSSL)EWL/%!=OV3B\$GB\KMY/E."O@35A?/ZO|=XV4NGE5B
M6O6?G-WS:M,%KM\$"|@755UV^TO\WDDA4.;T7?N0)GV /1BE2\3*2#*.;95-(
ME@6\SHH#P6B_,AC)BPE\$OK2/TU3>70A._8R+ MA_7 &MJ\$&/LP6S;C%N<0:QB\$:
<%*U=?1.H:5&27(5(C@(- M8UZ7_QB9>R\|T8=3SE0) MI%\$U<|?
PQ#+7@S\$L4NZ\HD@<,"(X#\$+EV8RQO)L'L8"(D8!31.,T8.8^\$AO:
MK=T=;_"RR43!M2K&H5^|YA7^!5!>?\$N^".% 'C&057Z"YQ=5:'WR\Y; M=?
Z"F+T\|Y=_M\1D\JG \XHUJ<5ZN9\PO,A2EH@@3F\$82@E"\A=(4M^'G,-J&'I9-
<<'0Y4L:H30TB_1XC%7\H8#&4)YAZO3R
ML.9B4IDCA'PNLC1*L;.&^FHK#QMILE+^|G1PZ)7,UC5#G\|#*T2HV*-1Q;JD9T
MNS)=|8#.;AL.;6+/N#5\VTQCKVIYEU+;_K98J4I8OJ+/+Z^W'U.;/I8?FLH&N5@-
(X+|=)N3Q_V060X8I_SHSQVWBYZ7#_F%-L5\XH_/VO>?WU_M:
I%41IVJ\5&YEVD*FQ8\+X@49B\$@D:0\$1(K;RF"&>.,@;MS<8F4\?-EA\225_MKSW?
67#U>WX/+S._#NZOW5ER\7\#;Z\N\6S.U-LHS/87EBA-FJF@# M%6S!@C\F:2"C0Z
C;3(*:E8\H4/T2PV@|8Z=;-^5S4RQYZ9>^6W3-J_M9%YD_M@8^"# 52IED"4>('TJA!
(4P%SI(X%D(*O8E@'X4TL53W<-OKV\$57FM?_7N< M8W\&
(X1"!\$6F1DX(AF&6JLZB*2:26QD5")E'U9SPS3Z4_S)6=@'J'89.P4C/ M2ZDG*(62G;Y*_%
%Z@&'@D5QC+*0D)29ALXRX"IB#IV::83)V&O58/8M8\Y MC-
N;LE#1X>IRO6YY^9137G65T=S#@B4T@7X4-.9%"\$D6(>@'A"5D)!CWL>Z,MVZ-
0)E8\='PFO-T!-BP>' ^?1N.9P1KEAB,"&*.IMR>).F/H?&U9YMZ>Y*|MX=3;TP_;73=WVF-
=/RJQU^_*?G*1B>7N16>W%K*9Q7Z-PES\('6W09.,V>ZZX=9*0R@7.D!%): MCYN!
(4OUE&&P_@ "W\&3Y\!Z8"K&B5@#&#;2+9MRTPVZ41VEQU6AR\^|V22/
M\$KC7'O+XDW;BJ\HG;|NCO6RSV\3Y7D@!#'\$21%_@H9RU,848"P^F*\$*,(4EP
M0\$WD4P/FQ_*KU6>|0<2P89(.,_4\$V#&3S"1.JYWV"?X8B\|D!Q8\|D7@?BK(K_M@4O-

8)JW:J0B[!%_O5U7?:=&200ZJH-9V%&7**M*:0\J:GFPXKQL)L)M,S"J3?YA*A#V:;#Q!..I*L(*
((DC*96(M4):&J14\8#:+W3EB==^S\$^R.O*^LZO>S\0GOUOPS_U\??>/+)-ZI6-5?
MJT68Q#@*Y;F+L6J?F20!S'R40.;1%)&8),@S:D-LB\C\$:D%^DV(SR;?FJ)Y6 MF(-
/9AJCQ4AYPWMG8N=HVZ!UH:+9A(;G+,+1%|5SAK4N^A/@)IWK\FITG>ZUJN
M\8IECS9*RS5G\9IR.=|WSUSP,\$A2DLC;9)"IAH\A@<2C">0\5A#!
(WY6WV3CF>Y'>*0GX4XH-S1,6I"J9#=-PUIG4Y='Z?,
MW6#U(W#FGIT^3NZ\!>@G7K!LC"+9RN5^K,FV:FLEKM=U5>.FN&>110Q%88P@
M4>7_2_0Q)PC*!B.L\4\&.,J1.P)M8@C?07U3-%5L,LN63K%23\0=,LA,MT+>|Z6J86MA@
-QA6Q(J*EUU'SD!;=XF(WJD\42T7S-3@U\X8^=,^=;?:Q7
MM.E\$J2YDB(C\957Q/DOM2<\$^_M<*Z/J_M_XJLU5U?HJ^J2-%9X^78M#
I@'27\K4MU'^IR.=ZJLK(RY\6;Y\HX_M<5_BOZY\O2PYWCG9R\"/JT_MO?!W%
#R#J4GFT=H>YWSM0K^JK\8;:/AEO1;T+CK^X1!QO,P19UY6KH\$|LV MV\W+Z=
\$=!Y5,\$D+4%FX+=S3ZM\3%_)J3H9RX_J8*<#:796,)XO^F!"G\+W
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M4C_,&64FG44TP4\N5-4OL2K&I02F&KM^],6-7-G?%M-ZZ2LS?JD6VR@I*
I)V\$UMBVMVQL BG 0!JFG M\ R%*. QQ*&RGEQDG@AHX1\Q+1SH2TR,U\!OB
#J&|=7A\;F:W-J*UC8>; MMSVTWA\#347F\VTU@
KL\$5+79\.\L9*-0FO4BYX)+#WHO6J,S>F_%J\4S'7SHO\$+R
MWIO>);1Y\|L2KZHV75X=7TH)+^Q!D8>#3(J7+R#"869D#\)(>_)&8K\B'HV
MJ>6G04L@'V(BW88@J+L@?'J6RLBM!UV"JGKQ.PRHS8>YON-B&!'M^#?8
M6CON:JGUZ7=K+%;OZQSI_5(O+"|0B(P0% M(8MA*E@*42!2B"EGD.({
8Q2FW,^.,DK'@\$UM=>7?.0/RLLA5P_85-[2Q1MFD
M9U6Y(MY,'_90I00KN\$WWZ@WDINS+9:KX:0J=Y8F/@)HY2?PTT?L9XAKO6#82 MV4X?
7Q!.4.9G*8R3%\$\$\$4(P;3**8PR#**LB#P\$M4S5[^<["VD;3:%FP.)JD;
MJOX8,\$%/. "U),Y/%CQKTF#?=V,?<51^-PM&Q2HR5"JDNH&E\!E;:WF,S==N/H^"
LOS;RHF60#4_11)G*F;SD\KP)PZ3-M@T)<^/N*R"JBD=6+)>XK,!CTT->XF+>O>
D1_5\$ MVS&?S.2\8U%7_2GARZ\5:#'H^N9MFN X\5R@2\&
I#@8G(<I=R4"7!0O;PMZOOC_+|TK5.^?#PJ(*
.->WZ86U3ONRFO^DM/GT@86=>F>I!M\$%+'8-O
M\$;.>|Z;)RW&M,0L;S72(,0<=SR\$^FR4N!KYI0GRMB6JF#!D9^6:XT&2C,K;R
MDOF8ID""84*5>RU.,D@0YI"E61KA. E(8M1"VP3XQ+HF_K(*O7B*UZQLM4
MS#+30/I#-*)TK7APGR#-5XI"|>&*1:C-ESIG"^XO*EKYSST*@MS"BTB;5**I0Q8K,M
M=-,&\$6/ATM,>SKA@IBYV&# ##K(+GM%:!#HK%_\$&*R9>T9HD+W?-T+G)5OA M?
BJ63_GJONU\$1\3QE\I9L3X(4UBZOLP\7D D;1F(G\#_99@+,PX4&:_P&U2Z-BB@1\94V,?
XIROLCKAB*NQ'.##!E!TM\$IV) M^QBLF<5=@^Q\<==YR=R!<5>RR*4:B,OFUN**L?
1\4|<>G=B>=T":XK))T+ M!^D\3LXET0SX;LK<=-C;C!H%NA2;'3_'R/+ZGI<,'9;N\CY
POYZ//64;R M>/T65U\ORN(I9ZK\$[?*=M6%LZ_D7EZJ"O?6'-\SL%AD,8,AI03B""8P=3/
M./2C%'F1-)R3S"AR8(I"U(\$\$B0T0R^);U3;@R7M,-Z@8ECM9<%FO6-V6N:9
MB;JJA\SPKL=&%=+^K!"2+/P%;' "6Z0FJ;>RYXFK,*0Y O.&**T9M!>^M%_I MO&
((>6WXL*KEMR\G2W\99*AM!PQM9,B/ H&11Z'O!=+4#Y/,X;E91ZG(8^Y MAS-LU.C-
"/K\$6FHSG4Y=;J?8@!:=P0_LZSE@9KS6TU>3<=!,53EEGG6MA!\$3 M')=+Z,%^E8H)
(I8<*YHP6\2R5/_PX**^Z3FE/J**!"D0\1Y0)*O9/+0#
M3BGE6!AY\$QS8O\$786H3O54SKO67A=E"YMDWRQ==B*5_Y4J\N'VIMQV!MR<6
MX#8J>5?.'UNER!RP?5G_'%7&8=@UGO-ED&[HC+"DVG;W8\H'_4%5KSN1QRAE+!
(<()0E\$C')IS\$<"B>G T:8">9N&F(+P*T4"?).SQ\$EOM< MPQTHKY5?>(C4D9S"@X^?
T;BJM;2\2%'LA5F0B@22*&,0A5)L,8I2*#C'\$8ZQ MM(N-2N'V(\$PLJPV\
IDYHT=UIAQ>:1NPY%K;K0/B)@B.'7\$9=.AG?7G;PIT MB+R#37L./FC;/).6RIA\Q\O_?
ECMSTZZ:8=W+;)8C8:F&:1!%D'D^3\,5,P\ MI5E,,99"*
(QRY0Q@3RR9Y\J,^&CGNQ.Q\TSJ>Z1_#_W:/RB^M8-QYN!FQA
MLFA;4RYLRZ5^H;G;DHS)+I\3F2YCWS\H;U;J+9?&_J4"95&9B*7N!J)
MA1%*8SN+0PH#\$H0HS?R4,BT3^>7"4T?5&U#@CQ:8H=[C_AQ*3^)#,1UJ7&
MJ"/^=(2M.N'O+ #1;:_Q#Z\|WQ_ \^QEF\W7HFQ:10P:P2Y"+PW"E"0PR4(" M\$0F59\/
:M\ME+-W(IZ59ADBQWCP&D?K0/B#4^|TW1/ M4\$V@DPKM^VQ-6?SVYX@:NBX/?
6H;1^5%>='_VTR//W_&'H*8?3/D6AJ_MU,^+/-*C)&(<"BYBB-(D@AD5#"9>PD(O2
D*@L43+TFA>YZ:@#?Y0@^1T/=Q MMNG'PBH\VXB1>B?L5,PQDW:%Q79*YR8Y^P)TJ(-
+J\!QF77%W,6.&L+8P!Z MYKXQYDS9;ROCL89MK6B9/V\$U=6G8KRBF6*28^!|I-
(4J8>/B8PCK_71PGF M*!6+%;J7I?-ZNN0@""VYR%JY&\$+3%HAM5"#R%5\1'\$L6;";R&!>
'N*5GKJP MJ^RI'-#^"9*|D)@78PQ9J9/O9*.U@E-7JM3PV M/TO#XIA_&NUR (1)B2FDG,

{0>1E%*:^1R%A7D@HPQZ*M HW-&!--'L%M@8.' M?B[0H^1E<3QR:+3L-7C5?,>?<9?
%A5N7SRKF0WQ3*G4A?>E 6I9,6C M/,3?+ &JKO?@Y\$*31|8: ^*"0Q>JO:/O|"A7.UBKEI-
(WZ=PF.D.G00M.F6.F MN SY OY0Z#CR-FB3;>5W.+WZ;|X(-4*O@C|E|P/5%/0%*^ ^7Q;?
Y.R>|HWT MC|S)6:;\$|%U>-6C(&?:A1Q,"41)&,,4^@SBE7N:K
CALEM3M\$KN)=X"UV|_J"&O6Z/2W3 T|RTR"#F|N-MPA0|>|/;1_'Y@65-S|I-%
M#;Z'QYF|Q+O1>Q+S><;863-TAA%EYKC|,/'K-EJ,EK,'HB9OJ|*>G%9Y;A+ MF\$-
>G&'\$0Y@FJEP\$'L09RF"V(M#06@44J*5/+B|L0:4@'24WTOJ|W76?8T MF"D;|<-
A+N!AM,=\$6KXQ\$&?YVU:47RPVBPP>)J 7GB-_M?"=-"JA/RZO9>@ M51!T)1GZ?
%W!6@'<9ADHRL MS18#1XMC| MAY6|9LVO1G,/OVF/E<#&@>=;SHK#.?|A6
JAT7C,E|IOU /VR" M'A_S%?|0|P>I 1-?(&_/2X@\$B>_Y!XC,)8:L P|A."F%'CKB-P)E9\3??*
M+5CPAP(&LB&|?G'^*0,X3F;>M,8CP7A5LTY1|ARV(?S\$)396VZ.D'JHN^;8
MX^9.T|_X@;K|YRNU97_6LAK@-(+YBE7)Q>;6"8;^&"#_.@QL,F|LV4TWY2
MI_PPD|+3K)@@"4N;7BL'Z>G59W.0:A,Z=)#JOS1!+|R^:69,!,.,9@SZA|H;R-
M^P%,21I#FC(U|I|/#?FJ4^ZP!8^1%ZJ?DI#B#T6AW%\$ M
DI276_F<.&)E60+2M^CN4/S:9^F+25FS7/(3Z&9|-G>5F|VT>(F+H
MW3SX=T==/2|7|=>B5_'\$A8|X06D0P,R/D+S8!QB2)/9@Q!DBQ,="70C/ZNRQ
MA36QO!SL|H\$WT!UV^!BP3^|H=,04,|;\$|U.D#;_%/V.QCG|H|&GX,(+UNTXH
MDD|V_CCPBIUXO|%57EV+2Ti5:Z5|==_D9;/8,_NO|,IC'C'|!^D 3Z*RJP8P1+|6\$X=L6|
S.A/DKS^_^_UIQ=/O\$2W_,>SKM|N9:~MO;2|JN:KQ2&<2+ M+\$,9|G\$*L?!C-
>W<@T1XB;RU)#C)4)*FU#=\$ZQEB,+F+3S7TS|MN;IA&PW.ZIZ1\$"" M"=B>VMU-
=8#&!>@0=&>N6C+"D=UJ"GU6 |;2-2|M6=MEK.-H=;FF;672Y8|I MX4M5
ORVJ|J?,NU^|A?"9X+1F\$&/IARBC"&(L3HYPMB7-B|W>6;4%U;7V|01
MM2T:31"D;|!\$!5\$*_+S#I?G5.\$*DOUKM,)%SAAG'BE|P|L,!O&UXU;/1_.HT
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M6JN,FK%U9|NET2|NF\$6C|C=N?|^7^4U_Y@_|V1,Y+*7|AJ
M4LB4'?)>HH.7_|5QN0@XC7\$H^>SAU(C,H(|\$*M/&(VE <2RH'W@F)H\$#G";6
M#O(+%8&?RP:R.@-K^4WDX*\$IY#;|H|C8_#W#86:VFJF9%CG88+;
(G&!T:RFBD,6OK1B7"YM/8-T6VUX^83SI>I-M>E<,HI7M>)%*12;H9N(<3U)\$N1=
FGDJF!@DD-H5GUE/\$2CC/AF|&48=^#U;ETTV&"ERH*&B0@=8A>@06VJ\$;3GL,?= M"%
(K+.8>1GH,JPY,)#UK.94'F9_*(|I#|ZO@D),2/(94W|4@PS|LRTK'G;J798|0%IPF1QK|(|9|?
=O M E|H|Y\$G|73WQFY|7Y2W>,EO-V,JU '1-O|3O_TUK|_FJ^L55|?0|S@O&Q>J MU/-
>Y',J(|:4X84S 4G*I)ZGE).0^CY)C>)KYZ\$SL8GV;LU5!RX?/\$N@DLM@
MR2O#1L%GLEM/|AS'1#-|T92E;Y&YV-X;H2A*J%"|J|UC|_T;7X;%3,LE\$3
M*OMBO<"MU*M2U?1_|N_D7RX:5QJ0U+A3/&X8Z4A)G8G,K K-#>->*C|J|JV
MRA#YBK,W?"5_J&_D%WOHL|L6JEU7I6|"O%I0&H,MLM1V#1*~PP(H-"| 2Y8-
&@BZ|,QA3+^S;AWZD&?NX&~,DOVN'N9+V.D:U?|/ M'G'O>)?KYK5N|Y\$?(PHBB&
55^>)OQ2&),(4DP+Z/<182\$W/K&*")#;D. M+!C-1PI>))3>HK"!?UF6L&*=&,%
<(HN1|)^%,RLHGV*V)=R?~)YV|JYIY_
M^Y7S^F/1=>E4OE>4IBC|V|@F\$680"49A)J(\$BB2CA(E,*(>&427>84 3"VT'
M%C1P00_8RD5|E%5Z4NN" 692>UM+"ZEL-%\$|OMY,3=%E3=,Z+%0@:Z62Z|H
MV*=H=E9B=P3,S\$5UX|3NE|&=>-Y.HC^L|)CPJF|3|;E8%8|J0*P2|\$46LY31
M!*8|3B'R/-6E!R.H^NA2/TBB./-YB"-0+.PYLUDNX?=>)Y+X*8#OH_S24^B
MSZ7=MG7H=?!'H4V|Z5:A_0#%VFM MUV8:00*RM7|;<%^~M_P"V.6"1BE*(H8AABW-
@FE**O5B0D|M9|NY0FUB) MO!@_TN&@,NE5%^A+2M_K(28:>/7KD-
(1S1|NVV<|OUZ7*&%@\$68+3 M%*E|F 1#E&%YJ>(BA!Q1DF4!|
|Q4JW7?"3@3*|^;DC_BG/4V1SOWK)|J%&@C MV0*GF*9KC9W-"E,K;#-
GMJN*Z\$!;,6SV(\$W.Q|WN0GFE@;,'23T^5G83.QQI"X#1KP@5WL5)Y8BY_2(CN/=2AV4F0|
U-% R;> MJGXB|N&05^/V1R0MI8VN=R6Z+\$B0;')6B'0.+C.7(SE@VWY1DHM%+7-IE_("
MI0)1|XOR7;\$FM5@O.U#J*L6E22:|_|+7:S5:HEJ\$?N*+D"-(XCA4;?|M1VSU+DS6Y63
MRSNEQ%"UKFYPG+RBR|&_9O!8ZV#SP|BI#5AGX|LV6=;2"<75JT?VUE5H7|!U->|>>33
M=H95_F%1*12O7+D?B|_*VM'|TS3Z'.T\$PXL/"SD=H|9>F|8SNJ|Y*J3=4R5=TD)QI\$&
(>J=(ACU90?R^M@*"~+HDX2\$@4|) MPHS|Z'L0)M8P"J2"X|EH2Y|4KZ?
^\$JWZ>|QMNC)|UG\$F@EQ3V<#;()Q_AR=8P_:2=Q-
^|WLOE8(H|A'80!1+~#A\$OH|@%F/(LB2@ M"?PH|SH;-|9??(P