

Financial Statements

Texas Electric Market Stabilization Funding N, LLC

Years ended December 31, 2024 and 2023 With Independent Auditors' Report

April 9, 2025



Financial Statements

As of and for the Years Ended December 31, 2024 and 2023

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Independent Auditors' Report

The Board of Managers of Texas Electric Market Stabilization Funding N, LLC

Opinion

We have audited the financial statements of Texas Electric Market Stabilization Funding N, LLC (the Company), which comprise the statements of financial position as of December 31, 2024 and 2023, and the related statements of activities and changes in net assets and cash flows for the years then ended, and the related notes to the financial statements.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the changes in its net assets and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America (GAAP).

Basis for Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America (GAAS). Our responsibilities under those standards are further described in the Auditors' Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Company and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audits. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern within one year after the date that the financial statements are available to be issued.

Auditors' Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditors' report that includes our opinion. Reasonable assurance is a high level of assurance but is not absolute assurance and therefore is not a guarantee that an audit conducted in accordance with GAAS will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with GAAS, we:

Baker Tilly US, LLP

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to
 fraud or error, and design and perform audit procedures responsive to those risks. Such procedures
 include examining, on a test basis, evidence regarding the amounts and disclosures in the financial
 statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Company's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings and certain internal control-related matters that we identified during the audit.

Austin, TX April 9, 2025

Statements of Financial Position

	As of December 31 2024 2023				
		(In Tho	usai	nds)	
Assets					
Current assets:					
Securitization charges receivable, current	\$	45,265	\$	43,463	
Interest receivable		262		322	
Receivable from ERCOT		1,125		722	
Restricted cash and cash equivalents		75,877		75,384	
Total current assets		122,529		119,891	
Securitization charges receivable, non-current		1,961,941		2,006,458	
Total assets		2,084,470	\$	2,126,349	
Liabilities and Net Assets Current liabilities:					
Accrued liabilities	\$	43,632	\$	44,045	
Payable to ERCOT	Ψ.	745	Ψ.	769	
Security deposits		3,875		3,332	
Debt payable, current portion		44,504		42,733	
Total current liabilities		92,756		90,879	
Debt payable, less current portion:					
Principal		1,992,932		2,037,435	
Less unamortized discount and debt issuance costs		11,797		12,544	
Debt payable, less current portion and unamortized		1 001 105		0.004.001	
discount and debt issuance costs		1,981,135		2,024,891	
Total liabilities		2,073,891		2,115,770	
Net assets without donor restrictions		10,579		10,579	
Total liabilities and net assets	\$	2,084,470	\$	2,126,349	

See accompanying notes to the financial statements.



Statements of Activities and Changes in Net Assets

		Year Ended December 31			
		2024	2023		
		(In Thousar	nds)		
Operating revenues:					
Securitization charges fees	\$	99,444 \$	101,347		
Total operating revenues		99,444	101,347		
Operating expenses:					
Outside services		1,131	1,282		
Other		1	2		
Total operating expenses		1,132	1,284		
Income from operations		98,312	100,063		
Other income (expense):					
Investment return, net		1,906	1,933		
Interest expense and amortization of debt		,	,		
issuance cost		(100,218)	(101,996)		
Change in net assets without donor restrictions		-			
Net assets without donor restrictions, beginning of year	ar	10,579	10,579		
Net assets without donor restrictions, end of year	\$	10,579 \$	10,579		

See accompanying notes to the financial statements.



Statements of Cash Flows

	Year Ended Dece 2024	ember 31 2023
	 (In Thousar	
Operating activities		
Change in net assets without donor restrictions Adjustments to reconcile change in net assets without donor restrictions to net cash provided by operating activities:	\$ - \$	-
Amortization of debt issuance costs and discount Changes in operating assets and liabilities:	747	747
Securitization charges receivable	42,312	39,926
Unbilled revenue	-	1,843
Interest receivable	39	(54)
Accrued liabilities	(411)	(11,727)
Payable to ERCOT	(5)	(44)
Security deposits	 543	293
Net cash provided by operating activities	43,225	30,984
Financing activities		
Prepayment of debt payable	(42,732)	(35,532)
Repayment of debt issuance costs	 -	(508)
Net cash (used in) financing activities	(42,732)	(36,040)
Net increase (decrease) in cash, cash equivalents, and restricted cash and cash equivalents Cash, cash equivalents, and restricted cash and cash	493	(5,056)
equivalents, beginning of year	 75,384	80,440
Cash, cash equivalents, and restricted cash and cash equivalents, end of year	\$ 75,877 \$	75,384
Supplemental information Cash paid for interest	\$ 100,230 \$	114,939

See accompanying notes to the financial statements.



Notes to Financial Statements (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

1. Organization and Operations

Texas Electric Market Stabilization Funding N LLC (TEMSFN, or the Company) was established to facilitate the financing under a Debt Obligation Order. As a result of Winter Storm Uri, extraordinary prices in the wholesale electricity market caused some wholesale market participants to default on their payment obligations to Electric Reliability Council of Texas, Inc. (ERCOT) for power under the ERCOT Nodal Protocols. As a result of these payment defaults, ERCOT was unable to fully settle obligations to certain wholesale market participants who were due payments from defaulting market participants for the power they produced during the storm. To address these problems, the Texas Legislature, during the 87th legislative session, enacted two bills that authorized financing mechanisms to provide funds to pay market participants who were previously short-paid and provide liquidity to market participants. One of these bills, House Bill 4492, added Subchapters M and N to chapter 39 of the Public Utility Regulatory Act (PURA) and each provided authority for a financing mechanism to address different aspects of the extraordinary costs incurred due to Winter Storm Uri, with Subchapter M authorizing up to \$800,000 and Subchapter N authorizing up to \$2,100,000, plus reasonable costs. On October 13, 2021, the Public Utility Commission of Texas (PUCT) approved ERCOT's application for a Debt Obligation Order (The Order) under PURA § 39.653 (Subchapter N) and issued The Order.

The Order approves the uplift balance up to \$2,100,000, plus reasonable costs; approves the mechanisms to calculate and assess uplift charges to repay the uplift balance and other amounts necessary to implement The Order; approves bonds to be issued through a special purpose entity to finance the uplift balance; and approves the securitization of uplift charges and the creation of uplift property.



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

1. Organization and Operations (continued)

TEMSFN is a Delaware limited liability company with ERCOT as its sole member, and a disregarded entity for tax purposes. It was incorporated on December 2, 2021, for the limited purpose of (a) imposing, collecting, and receiving uplift charges and acquiring uplift property and related assets to support its obligations under the Texas Market Stabilization N bonds, (b) issuing Texas Market Stabilization N bonds in one or more series, and (c) performing other activities relating thereto or otherwise authorized by The Order. On June 15, 2022, TEMSFN issued \$2,115,700 of Texas Market Stabilization N Bonds. Series 2022, pursuant to The Order (see Note 5). ERCOT is the servicer and administrator of the Texas Market Stabilization N Bonds, Series 2022. Neither the Company nor ERCOT is an asset-backed issuer, and the bonds are not asset-backed securities as such terms are defined by the Securities and Exchange Commission (SEC) in Item 1101 of Regulation AB. The bonds were offered in the United States to qualified institutional buyers in reliance on Rule 144A under the Securities Act, and outside the United States to entities which are not "U.S. persons" as defined in, and in compliance with, regulations under the Securities Act. The bonds will not be registered under the Securities Act or any state securities or "Blue Sky" laws and were offered and sold in reliance upon exemption from the registration requirements of the Securities Act and such laws.

2. Summary of Significant Accounting Policies

Method of Accounting

The accompanying financial statements have been prepared on an accrual basis of accounting in accordance with accounting principles generally accepted in the United States of America.

Net Assets Without Donor Restrictions

Net assets without donor restrictions are those that are not subject to donor restrictions or stipulations and that may be expendable for any purpose in performing TEMSFN's objectives. Accordingly, net assets of TEMSFN and changes therein are classified and reported as net assets without donor restrictions. The Company has no net assets with donor restrictions.



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities of the financial statements and reported amounts of revenues, expenses, and capital expenditures during the reporting period. Actual results could differ from those estimates.

Restricted Cash and Cash Equivalents

Restricted cash and cash equivalents consist of deposits in banks and money market investment accounts with original maturities of 90 days or less. Restricted cash and cash equivalents consist of security deposits from responsible Qualified Scheduling Entities (QSEs) representing obligated Load Serving Entities (LSEs) within the ERCOT wholesale market subject to Subchapter N (see Note 2 Security Deposits); and capital contribution from ERCOT and payments collected from securitization charges receivable.

Capital contribution from ERCOT and payments collected from securitization charges receivable are deposited to a trust account held by the indenture trustee as collateral to ensure timely payment of debt principal and interest. The trustee shall have sole dominion and exclusive control over all money collected from securitization charges receivable.

As of December 31, restricted cash and cash equivalents consist of below:

Payments collected from
securitization charges receivable
Capital contribution from ERCOT
Security Deposits
Total

 2024	2023
61 000 A	61.041
\$ 61,202 \$	61,241
10,800	10,811
3,875	3,332
\$ 75,877 \$	75,384



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Custodial Credit Risk

TEMSFN maintains cash balances at financial institutions, which, at times, may exceed Federal Deposit Insurance Corporation (FDIC) limits and are exposed to custodial credit risk. Custodial credit risk is the risk that in the event of a bank failure, TEMSFN's deposits may not be returned. TEMSFN has not experienced, nor does it anticipate, any losses with respect to such cash deposits.

Securitization Charges Receivable and Revenue Recognition

As described in Note 1 Organization and Operations, TEMSFN is approved to finance the uplift balance under The Order through Texas Market Stabilization N Bonds, Series 2022 and performs other activities relating thereto or otherwise authorized by The Order. TEMSFN has the rights to impose, collect, and receive uplift charges (securitization charges) along with the other rights arising under The Order.

As the issuer of Texas Market Stabilization N Bonds, Series 2022, TEMSFN has the performance obligations to maintain and service the bonds. Ongoing expenses associated with the performance obligations and interest on the bonds are recovered through securitization charges fees revenue. Responsible QSEs representing obligated LSEs within the ERCOT wholesale market are billed daily on a load ratio share basis in an amount sufficient to ensure the recovery of securitization charges receivable and ongoing expenses. Each securitization invoice payment is due by 5:00pm on the second bank business day after the invoice date.

Revenue is recognized over time when related services are provided, and related expenses are incurred.

The following table provides information about receivables, contract assets, and contract liabilities from contracts with customers at December 31.



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Securitization Charges Receivable and Revenue Recognition (continued)

	2024	2023
Receivables-current	\$ 45,265 \$	43,463
Receivables-non-current	1,961,941	2,006,458
Contract liabilities	2,370	2,023

Receivables-current and receivables-non-current are comprised solely of securitization charges receivable, current and non-current, respectively, and are represented that way on the statements of financial position.

Contract liabilities relate to advance consideration received from customers for Texas Market Stabilization N Bonds, Series 2022 interest expenses and ongoing expenses, and are reported in accrued liabilities of \$2,370 and \$2,023 at December 31, 2024 and 2023, respectively.

Non-contract related receivables on the statement of financial position on December 31, 2024 and 2023 include \$1,125 and \$722, respectively, receivable from ERCOT for securitization charges collected by ERCOT not transferred to TEMSFN yet (see Note 7 Related Party Transactions), and \$262 and \$322, respectively, interest receivable from money market funds investments.

TEMSFN has no significant continuing obligation and collection is reasonably assured. The Company does not maintain credit losses accounts as it does not believe it has a material risk of loss associated with lack of collection.



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Accrued Liabilities

Accrued liabilities are expenses that TEMSFN has incurred but hasn't yet been billed for. As of December 31, the accrued liabilities consist of below:

	2024	2023
Debt interest payable	\$ 41,191 \$	41,950
Advance consideration from		
customers for bond interest and		
ongoing expenses	2,370	2,023
Accrued fees liabilities	71	72
Total	\$ 43,632 \$	44,045

Security Deposits

Pursuant to The Order, each responsible QSE representing obligated LSE subject to securitization charges is required to provide a cash deposit or letter of credit equal to two months of projected securitization charges. TEMSFN is required to remit interest earned on security deposits to QSEs. Although ERCOT is the servicer for the assessment and collection of securitization charges, TEMSFN is granted a secured interest in the security deposits to secure its obligation to pay the same.

Security deposits represent the cash deposits received as of December 31, 2024 and 2023 are \$3,875 and \$3,332, respectively.

Income Taxes

TEMSFN is classified as a disregarded entity for tax purposes. Accordingly, no provision for income taxes or uncertain tax positions has been reflected in the financial statements.



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

2. Summary of Significant Accounting Policies (continued)

Debt Issuance Costs

TEMSFN capitalizes issuance costs related to debt. The amounts are presented as a direct deduction from the debt liability and amortized over the life of the debt.

3. Liquidity and Availability

As a special purpose entity solely to provide for the financing of the uplift balance to be repaid by responsible QSEs representing obligated LSEs in the ERCOT wholesale market, TEMSFN's general expenditures include payment of bond principal and interest, administrative and servicing fees paid to ERCOT, and debt service-related costs. Financial assets available for general expenditures within one year of the statement of financial position date, comprise the following:

		2024	2023
Destricted and annihilate and of according			
Restricted cash equivalents, net of security	Φ.	70 000 A	70.050
deposits	\$	72,002 \$	72,052
Securitization charges receivable, current		45,265	43,463
Receivable from ERCOT		1,125	722
Interest receivable, net		250	308
Total	\$	118,642 \$	116,545

The balance of interest receivable on the statement of financial position as of December 31, 2024 and 2023 also includes \$12 and \$14, respectively, interest receivable from security deposits investment that TEMSFN is required to remit to the market participants. This portion is not included in the financial assets available for general expenditures.

To ensure the timely payment of general expenditures, the Company bills and collects the securitization charges daily in an amount that is sufficient to recover the Company's general expenditures. In addition, security such as letters of credit and cash security deposits provided by responsible QSEs representing obligated LSEs in the ERCOT wholesale market can be drawn on if they cannot make their timely payment, following the ERCOT Nodal Protocols (see Note 2 Security Deposits).



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

4. Fair Value Measurement

Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. Fair value measurements are based on inputs of observable and unobservable market data that a market participant would use in pricing the asset or liability. The use of observable inputs is maximized where available and the use of unobservable inputs is minimized for fair value measurement. In a three-tier fair value hierarchy, which prioritizes inputs to valuation techniques used for fair value measurement, the following levels were established for each input:

- Level 1 valuations use quoted prices in active markets for identical assets or liabilities that are accessible at the measurement date. An active market is a market in which transactions for the asset or liability occur with sufficient frequency and volume to provide pricing information on an ongoing basis.
- Level 2 valuations use inputs, other than those included in Level 1, that are observable for the asset or liability, either directly or indirectly.
- Level 3 valuations use unobservable inputs for the asset or liability. Unobservable inputs are used to the extent observable inputs are not available, thereby allowing for situations in which there is little, if any, market activity for the asset or liability at the measurement date. The input may reflect the assumptions of the reporting entity of what a market participant would use in pricing an asset or liability.

In the case of multiple inputs being used in a fair value measurement, the lowest level input that is significant to the fair value measurement represents the level in the fair value hierarchy in which the fair value measurement is reported.



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

4. Fair Value Measurement (continued)

The following tables set forth by level within the fair value hierarchy the Company's financial assets. The fair value on a recurring basis as of December 31 is as follows:

	2024						
		Total	Level 1	Level 2		Level 3	
Assets							
Money Market Mutual Funds							
Restricted cash equivalents	\$	75,210 \$	75,210 \$		- \$		-
Total assets at fair value	\$	75,210 \$	75,210 \$		- \$		-
			2023	}			
		Total	Level 1	Level 2		Level 3	
Assets							
Money Market Mutual Funds							
Restricted cash equivalents	\$	75,224 \$	75,224 \$		- \$		-
Total assets at fair value	\$	75,224 \$	75,224 \$		- \$		-

5. Debt Payable

On June 15, 2022, the Company issued \$2,115,700 of Texas Market Stabilization N Bonds, Series 2022, tranches A-1, A-2, A-3 and A-4, pursuant to The Order (see Note 1 Organization and Operations). The bonds proceeds were allocated to first pay upfront costs, before payout to finance the ERCOT wholesale market. The bonds have target scheduled final payment dates ranging from approximately 12 years to 28 years and final maturities not exceeding 30 years from the date of issuance. Payments of the bonds are semi-annual, beginning February 1, 2023. On December 31, 2024 and 2023, the unamortized debt issuance costs were \$11,657 and \$12,397, respectively, and unamortized bond discounts were \$140 and \$147, respectively. As of December 31, 2024, the bonds comprise each tranche as following:



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

5. Debt Payable (continued)

		Scheduled								
	Principal	Final	Final				Unan	nortized	Un	amortized
	Amount	Payment	Maturity	Interest	0	utstanding	В	ond	Deb	t Issuance
Tranche	Offered	Date	Date	Rate		Principal	Dis	count		Cost
A-1	\$ 600,000	8/1/2034	8/1/2036	4.265%	\$	521,736	\$	7	\$	3,034
A-2	600,000	2/1/2042	2/1/2044	4.966%		600,000		50		3,342
A-3	457,900	8/1/2046	8/1/2048	5.057%		457,900		40		2,621
A-4	457,800	2/1/2050	2/1/2052	5.167%		457,800		43		2,660
Total	\$ 2,115,700	-			\$	2,037,436	\$	140	\$	11,657

Under PURA § 39.653(h), the Texas Market Stabilization N Bonds, Series 2022 authorized to be issued under The Order are a nonrecourse debt secured solely by the uplift charges created by The Order and explicitly assessed to repay the Texas Market Stabilization N Bonds, Series 2022 (including the uplift property as well as earnings from the investment and reinvestment of uplift charges). The Texas Market Stabilization N Bonds, Series 2022 authorized to be issued under The Order and PURA § 39.653 do not create a personal liability for ERCOT.

Future maturities of the debt payable are as follows:

Texas Market Stabilization N Bonds, Series	2022
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	A-1	A-2	A-3	A-4		Total	
Year Ending December 31:							
2025	\$ 44,504	\$ -	\$ -	\$ -	\$	44,504	
2026	46,348	-	-	-		46,348	
2027	48,269	-	-	-		48,269	
2028	50,269	-	-	-		50,269	
2029	52,352	-	-	-		52,352	
Thereafter through 2050	279,994	600,000	457,900	457,800	1	,795,694	
	\$ 521,736	\$ 600,000	\$ 457,900	\$ 457,800	\$ 2	,037,436	



Notes to Financial Statements (continued) (Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

6. Expenses by Nature and Function

As a special purpose entity solely to provide for the financing of the uplift balance to be repaid by ERCOT market participants, TEMSFN's expenses are all contributed to program services. Expenses are presented by nature on the statements of activities and changes in net assets.

7. Related Party Transactions

TEMSFN is a Delaware limited liability company with ERCOT as its sole member. ERCOT is the servicer and administrator of the Texas Market Stabilization N Bonds, Series 2022. As a result, TEMSFN pays ERCOT for the beforementioned administrative services. At times, ERCOT pays bills and receives payments on behalf of TEMSFN. As of December 31, the intercompany transactions and balances are listed as below:

	2024		2023	
Debt service and administration expenses recognized				
throughout the year	\$	1,158 \$	1,158	
Receivable from ERCOT for securitization charges				
received by ERCOT not transferred to TEMSFN yet	\$	1,125 \$	722	
Payable to ERCOT for debt service and				
administration expenses	\$	482 \$	482	
Payable to ERCOT for expenses paid by ERCOT on				
behalf of TEMSFN	\$	1 \$	6	
Payable to ERCOT for interest income earned on				
equity contribution	\$	262 \$	281	

8. Contingencies

Management is not aware of any pending or threatened litigation, claims or assessments as of December 31, 2024.



Notes to Financial Statements (continued)
(Dollars in Thousands)

As of and for the Years Ended December 31, 2024 and 2023

9. Subsequent Events

TEMSFN has evaluated material subsequent events through April 9, 2025, the date the Company's financial statements were available to be issued. TEMSFN is not aware of any material subsequent events.

