



Northern Tobacco Securitization Corporation

**NORTHERN TOBACCO SECURITIZATION CORPORATION  
ANNUAL MEETING OF THE MEMBERSHIP**

**DECEMBER 3, 2025 – 9:30 A.M.**

**AGENDA**

- I. ROLL CALL
- II. APPROVAL OF AGENDA
- III. MINUTES: NOVEMBER 20, 2024
- IV. PUBLIC COMMENTS
- V. NEW BUSINESS
  - A. ELECTION OF BOARD MEMBERS, IF ANY
  - B. DELIVERY OF FISCAL YEAR 2025 ANNUAL REPORT
  - C. OTHER MATTERS TO PROPERLY COME BEFORE THE MEMBERSHIP
- VI. ADJOURNMENT

*The Chair may announce changes in the order of business during the meeting.*



**MINUTES**

**ANNUAL MEETING OF THE MEMBERSHIP OF  
NORTHERN TOBACCO SECURITIZATION CORPORATION  
November 20, 2024**

The 2024 annual meeting of the membership of the Northern Tobacco Securitization Corporation (NTSC) was held at the Alaska Housing Finance Corporation (AHFC) 1st floor Board Room, 4300 Boniface Parkway, Anchorage, Alaska, on November 20, 2024, commencing at approximately 9:30 a.m.

The membership of the NTSC consists of the AHFC as the sole member. The board of directors of AHFC, acting on AHFC's behalf, participated in the NTSC membership annual meeting. Those members of the AHFC board present at the meeting (or attending via teleconference) were as follows:

<b>BRENT LEVALLEY</b> (telephonic)	<b>Chair</b> <b>Member of the Board</b>
<b>JESS HALL</b> (telephonic)	<b>Vice Chairman</b> <b>Member of the Board</b>
<b>ALLEN HIPPLER</b> (telephonic)	<b>Member of the Board</b>
<b>DAVID PRUHS</b> (telephonic)	<b>Member of the Board</b>
<b>FADIL LIMANI</b>	<b>Deputy Commissioner</b> Department of Revenue Designee <b>Member of the Board</b>
<b>HEIDI HEDBERG</b> (telephonic)	<b>Commissioner</b> Department of Health <b>Member of the Board</b>
<b>JULIE SANDE</b> (telephonic)	<b>Commissioner</b> Department of Commerce, Community & Economic Development <b>Member of the Board</b>

- I. **ROLL CALL.** CHAIR LEVALLEY called the meeting to order. A quorum was declared present, and the meeting was duly and properly convened for the transaction of business.
- II. **APPROVAL OF AGENDA.** CHAIR LEVALLEY asked for a motion to approve the agenda. FADIL LIMANI moved to approve the agenda as presented. ALLEN HIPPLER seconded. Hearing no objections, the agenda was approved as presented.



- III. **APPROVAL OF MINUTES: November 29, 2023.** CHAIR LEVALLEY asked for a motion to approve the minutes. FADIL LIMANI moved to approve the November 29, 2023, minutes as presented. JESS HALL seconded. Hearing no objections, the meeting minutes were approved as presented.
  
- IV. **PUBLIC COMMENTS:** There were no public comments.
  
- V. **NEW BUSINESS**
  - A. **Election of Board Members** - Bryan Butcher states both independent director positions are currently vacant, there are no additional board members other than the three commissioners or their designees. No action is needed by the membership at this time.
  
  - B. **Delivery of Fiscal year 2024 Annual Report** - Bryan Butcher acknowledged delivery of the annual report memo. NTSC bylaws require the annual report to be noted as received by the members. The NTSC Board Meeting will be addressing this in the following meeting. No further action is needed from the membership.
  
  - C. **ANY OTHER MATTERS TO COME BEFORE THE MEMBERSHIP** - There were no other matters to come before the Membership.
  
- VI. **ADJOURNMENT.** CHAIR LEVALLEY found no other matters to consider. He asked for a motion to adjourn. FADIL LIMANI moved to adjourn. JESS HALL seconded.

Chair LeValley adjourned the meeting at 9:40 a.m.

ATTESTED:

\_\_\_\_\_  
Brent LeValley  
Board Chair

\_\_\_\_\_  
Bryan Butcher  
CEO/Executive Director



## MEMORANDUM

**DATE:** December 3, 2025  
**TO:** NTSC Membership  
**FROM:** Staff  
**RE:** Election of Board Members

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***Issue:***

Under Article III, Section 3(a), the By-Laws of the Corporation provide for an election of directors at the first annual meeting and at each annual meeting thereafter. Persons shall be elected to open positions on the Board of Directors to hold office until each successor is elected, qualified, and accepts office, subject to the terms of Article V of the Corporation's Articles of Incorporation. The term for a director on the Board of Directors shall be three years.

***Recommendation and requested action:***

In accordance with the By-Laws and Articles of Incorporation, and with both Independent Director positions currently vacant, an election of directors would normally be required. However, no prospective directors have been nominated for consideration, so an election is not needed at this time.



## MEMORANDUM

**DATE:** December 3, 2025  
**TO:** NTSC Membership  
**FROM:** Staff  
**RE:** Delivery of Annual Report

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***Issue:***

Under Article III, Section 11(b), the By-Laws of the Corporation require delivery of the Corporation's audited financial statements at each annual meeting of the Membership. Such report shall be entered into the minutes of, and filed with the records of, each annual meeting.

***Recommendation and requested action:***

In accordance with the By-Laws, the Membership is hereby notified of the delivery of the above-listed report. No further action is required of the Membership at this time.



# **Northern Tobacco Securitization Corporation**

a component unit of the State of Alaska

## **Financial Statements**

And Independent Auditor's Report

**June 30, 2025**

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For comments please contact:

Mailing: 4300 Boniface Parkway, Suite 205  
Anchorage, AK 99504  
(907) 330-8322



## Independent Auditor's Report

To the Board of Directors  
Northern Tobacco Securitization Corporation  
Anchorage, Alaska

### Report on the Audit of the Financial Statements

#### *Opinions*

We have audited the financial statements of the governmental activities and each major fund of Northern Tobacco Securitization Corporation (NTSC), a blended component unit of the State of Alaska, as of and for the year ended June 30, 2025, and the related notes to the financial statements, which collectively comprise NTSC's basic financial statements as listed in the table of contents.

In our opinion, the accompanying financial statements referred to above present fairly, in all material respects, the respective financial position of the governmental activities of the governmental activities and each major fund of NTSC, as of June 30, 2025, and the respective changes in financial position, thereof for the year then ended in accordance with accounting principles generally accepted in the United States of America.

#### *Basis for Opinions*

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

#### *Emphasis of Matter*

As discussed in Note A to the financial statements, NTSC's repayment of long-term debt is dependent on several factors, including the continued financial capability of participating cigarette manufactures to pay tobacco settlement revenues and future cigarette consumption. Our opinions are not modified with respect to this matter.



### ***Emphasis of Matter***

As discussed in Note A, the financial statements of the Corporation are intended to present the financial position and the changes in financial position of only that portion of the governmental activities and each major fund of the Corporation that is attributable to the transactions of the Corporation. They do not purport to, and do not, present fairly the financial position of the State of Alaska as of June 30, 2025, the changes in its financial position, or, where applicable, its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinions are not modified with respect to this matter.

### ***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 NTSC's ability to continue as a going concern for twelve months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

### ***Auditor's 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 auditor's report that includes our opinions. 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:

- 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 NTSC'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 NTSC'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.

***Required Supplementary Information***

Accounting principles generally accepted in the United States of America require that management's discussion and analysis be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

*Eide Bailly LLP*

Boise, Idaho  
October 28, 2025

MANAGEMENT'S DISCUSSION AND ANALYSIS

This discussion and analysis is designed to assist the reader in focusing on significant financial issues and activities and to identify significant changes in the financial position of Northern Tobacco Securitization Corporation ("NTSC") during the year ended June 30, 2025. This information should be read in conjunction with the Independent Auditors' Report, financial statements and accompanying notes.

NTSC is a component unit of the State of Alaska ("the State").

## OVERVIEW OF THE FINANCIAL STATEMENTS

NTSC's annual financial statements consist of two parts: Management's Discussion and Analysis and the Basic Financial Statements. The Basic Financial Statements include Government-wide Presentation, Governmental Fund Presentation and Notes to Financial Statements. The financial statements for June 30, 2025, are intended to facilitate and enhance understanding of NTSC's financial position and results of operations for the current fiscal year.

The government-wide financial statements of NTSC, which include the *Statement of Net Position* and the *Statement of Activities*, are presented to display information about NTSC as a whole and are prepared using the economic resources measurement focus and the accrual basis of accounting, similar to the accounting used by most private-sector companies. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of the related cash flows.

The *Statement of Net Position* (Exhibit A) answers the question, "How is our financial health at the end of the year?" This statement includes all assets and liabilities. Over time, changes in net position may serve as a useful indicator of whether the financial position of NTSC is improving or deteriorating.

The *Statement of Activities* (Exhibit B) accounts for all of the revenues and expenses. This statement measures the success of NTSC's operations over the past year and can be used to determine whether NTSC has successfully recovered all of its costs through its revenue sources. This statement helps answer the question "Is NTSC as a whole better off or worse off as a result of the year's activities?"

The *Reconciliation of the Statement of Governmental Fund Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities* (Exhibit C) is provided to assist readers in understanding the differences between government-wide and governmental fund financial statements.

The *Notes to Financial Statements* provide additional information that is essential to obtain a full understanding of the data provided in the government-wide financial statements. The Notes to Financial Statements follow Exhibit C.

## FINANCIAL HIGHLIGHTS

- Tobacco settlement revenue received by NTSC in fiscal year 2025 was \$15.3 million, compared to \$16.5 million in fiscal year 2024.
- Bond principal in the amount of \$9.6 million was paid in fiscal year 2025.
- Bond interest totaling \$6.7 million was paid in fiscal year 2025.

MANAGEMENT'S DISCUSSION AND ANALYSIS

**CONDENSED STATEMENT OF NET POSITION**  
(in thousands)

	<b>2025</b>	<b>2024</b>
Investments	\$ 15,452	\$ 15,727
Interest receivable	52	62
Total assets	<u>15,504</u>	<u>15,789</u>
Deferred outflow of resources	17,228	17,625
Intergovernmental payable	-	14
Bonds, net	276,533	285,875
Bond interest payable	515	550
Total liabilities	<u>277,048</u>	<u>286,439</u>
Restricted net position	15,287	15,578
Unrestricted net position (deficit)	<u>(259,603)</u>	<u>(268,603)</u>
Total net position (deficit)	<u>\$ (244,316)</u>	<u>\$ (253,025)</u>

Total Net Position increased by \$8.7 million during fiscal year 2025.

**CONDENSED STATEMENT OF ACTIVITIES**  
(in thousands)

	<b>2025</b>	<b>2024</b>
Tobacco settlement revenue	\$ 15,343	\$ 16,530
Investment interest	761	877
Net change in fair value of investments	2	-
Total revenues	<u>16,106</u>	<u>17,407</u>
Interest expense	6,925	6,900
Insurance and financing	49	42
General and administrative	26	25
Amortization of deferred outflow of resources	397	427
Total expenses	<u>7,397</u>	<u>7,394</u>
Excess of revenues over expenses	8,709	10,013
Changes in net position	<u>\$ 8,709</u>	<u>\$ 10,013</u>

In fiscal year ending June 30, 2025, tobacco revenues received by NTSC were lower compared to the prior year. The total expenses from fiscal year 2025 were consistent with prior year's total expenses. The reduced revenue resulted in a moderate change in net position compared to the prior year.

MANAGEMENT'S DISCUSSION AND ANALYSIS

**FUNDS**

NTSC has two funds.

- The debt service fund is restricted solely to debt service activities.
- The general fund is the operating fund of NTSC. It represents all of NTSC's activities not presented in the debt service fund.

**DEBT ADMINISTRATION**

As of June 30, 2025, NTSC had \$276.5 million in outstanding revenue bonds, net of premium and accreted value, secured solely by future tobacco settlement revenue and investment earnings. Significant debt activity during fiscal year 2025 consisted of debt service payments of \$16.3 million of which \$6.7 million represented interest and \$9.6 million represented principal paydown.

Ratings on NTSC's bonds are subject to change as the companies that rate the bonds analyze numerous factors that may affect NTSC's ability to pay interest on and principal of its outstanding obligations. Therefore, there has been no attempt to list the ratings as of the date of this report. However, current information is available through the Municipal Securities Rulemaking Board's Electronic Municipal Market Access service ("EMMA") at <http://emma.msrb.org>.

Additional information on NTSC's long-term debt can be found in the Notes to Financial Statements.

**ECONOMIC FACTORS**

Tobacco settlement revenue, the primary revenue source for NTSC, is dependent on future tobacco product sales. If the consumption of tobacco products increases, then NTSC's tobacco settlement revenue will increase; if consumption decreases, revenue will also decrease. If consumption remains consistent, tobacco settlement revenue will remain stable.

**CONTACTING NTSC'S FINANCIAL MANAGEMENT**

This financial report is designed to provide a general overview of NTSC's finances and to show NTSC's accountability for the money it receives. If you have any questions about this report or need additional financial information, please contact NTSC at (907) 330-8322 or [finance@ntscak.us](mailto:finance@ntscak.us).

**NORTHERN TOBACCO SECURITIZATION CORPORATION**

**EXHIBIT A**

(A Component Unit of the State of Alaska)

**GOVERNMENTAL FUNDS BALANCE SHEET / STATEMENT OF NET POSITION**

As of June 30, 2025

(in thousands of dollars)

	<u>General Fund</u>	<u>Debt Service Fund</u>	<u>Governmental Funds Balance Sheet Total</u>	<u>Adjustments*</u>	<u>Statement of Net Position Total</u>
<b>ASSETS</b>					
Investments	\$ 217	\$ 15,235	\$ 15,452	\$ -	\$ 15,452
Interest receivable	-	52	52	-	52
Total Assets	<u>217</u>	<u>15,287</u>	<u>15,504</u>	<u>-</u>	<u>15,504</u>
<b>DEFERRED OUTFLOW OF RESOURCES</b>					
	-	-	-	17,228	17,228
<b>LIABILITIES</b>					
Bond interest payable	-	-	-	515	515
Long-term debt:					
Due within one year	-	-	-	4,290	4,290
Due after one year	-	-	-	236,615	236,615
Unamortized bond Premium	-	-	-	21,959	21,959
Accreted value	-	-	-	13,669	13,669
Total Liabilities	<u>-</u>	<u>-</u>	<u>-</u>	<u>277,048</u>	<u>277,048</u>
<b>FUND BALANCES</b>					
Fund balances:					
Unassigned	217	-	217		
Restricted for debt service	-	15,287	15,287		
Total Fund Balances	<u>217</u>	<u>15,287</u>	<u>15,504</u>		
Total Liabilities and Fund Balances	<u>\$ 217</u>	<u>\$ 15,287</u>	<u>\$ 15,504</u>		
<b>NET POSITION</b>					
Restricted for debt service				-	15,287
Unrestricted (deficit)				-	(259,603)
Total Net Position (deficit)				<u>\$ (259,820)</u>	<u>\$ (244,316)</u>

**\*Adjustments:**

Amounts reported for governmental activities in the Statement of Net Position are different than the Governmental Funds Balance Sheet totals because:

Total Fund Balances	\$ 15,504
Deferred outflow of resources related to the purchase of future tobacco settlement revenues.	17,228
Interest payable and long-term debt are not due and payable in the current period and therefore are not reported in the governmental funds.	(241,420)
Governmental funds report bond premiums as other financing uses when incurred. The Statement of Net Position records bond premiums as a liability to long-term debt and amortizes such items to interest expense over the life of the debt.	(21,959)
Governmental funds report accreted value at the time the bonds are redeemed. The Statement of Net Position amortizes such items as a reduction to expense over the life of the debt .	(13,669)
Net position of governmental activities	<u>\$ (244,316)</u>

See accompanying notes to the financial statements.

**NORTHERN TOBACCO SECURITIZATION CORPORATION**

**EXHIBIT B**

(A Component Unit of the State of Alaska)

**STATEMENT OF GOVERNMENTAL FUND REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES / STATEMENT OF ACTIVITIES**

For the Year Ending June 30, 2025

(in thousands of dollars)

	<u>General Fund</u>	<u>Debt Service Fund</u>	<u>Total Governmental Funds</u>	<u>Adjustments (Exhibit C)</u>	<u>Statement of Activities</u>
<b>GENERAL REVENUES</b>					
Tobacco settlement revenues	\$ -	\$ 15,343	\$ 15,343	\$ -	\$ 15,343
Investment interest	-	761	761	-	761
Net increase (decrease) in fair value of investments	-	2	2	-	2
Total revenues	<u>-</u>	<u>16,106</u>	<u>16,106</u>	<u>-</u>	<u>16,106</u>
<b>EXPENDITURES/EXPENSES</b>					
Current:					
Insurance and financing	49	-	49	-	49
General and administrative	40	-	40	(14)	26
Amortization of deferred outflow of resources	-	-	-	397	397
Principal	-	9,620	9,620	(9,620)	-
Interest	-	6,682	6,682	243	6,925
Total expenditures/expenses	<u>89</u>	<u>16,302</u>	<u>16,391</u>	<u>(8,994)</u>	<u>7,397</u>
Excess (deficiency) of revenues over (under) expenditures	<u>(89)</u>	<u>(196)</u>	<u>(285)</u>	<u>8,994</u>	<u>8,709</u>
Other financing sources/uses:					
Transfers - internal activities	<u>95</u>	<u>(95)</u>	<u>-</u>	<u>-</u>	<u>-</u>
Total other finances sources (uses)	<u>95</u>	<u>(95)</u>	<u>-</u>	<u>-</u>	<u>-</u>
Net change in fund balances	6	(291)	(285)	285	-
Change in net position	-	-	-	8,709	8,709
<b>FUND BALANCES and NET POSITION (DEFICIT)</b>					
Beginning of year	211	15,578	15,789	(268,814)	(253,025)
End of year	<u>\$ 217</u>	<u>\$ 15,287</u>	<u>\$ 15,504</u>	<u>\$ (259,820)</u>	<u>\$ (244,316)</u>

See accompanying notes to the financial statements.

**NORTHERN TOBACCO SECURITIZATION CORPORATION**

**EXHIBIT C**

(A Component Unit of the State of Alaska)

**RECONCILIATION OF THE STATEMENT OF GOVERNMENTAL FUND REVENUES, EXPENDITURES AND CHANGES IN FUND BALANCES TO THE STATEMENT OF ACTIVITIES**

For the Year Ending June 30, 2025

(in thousands of dollars)

Amounts reported for governmental activities in the Statement of Activities are different than the Total Governmental Funds because:

Net change in fund balances - Total Governmental Funds	\$	(285)
Repayment of bond principal is an expenditure in the governmental funds, but the repayment reduces long-term liabilities in the Statement of Net Position.		9,620
General and administrative expense that was incurred during a prior year but paid in this year. The Statement of Net Position reports this amount as an expense in the year incurred.		14
Amortization of deferred outflow of resources is an expenditure on the Statement of Net Position but does not affect the governmental funds.		(397)

*Adjustments to Debt Service-Interest:*

Governmental funds report accreted value at the time the bonds are redeemed. The Statement of Net Position amortizes the accreted value to interest expense over the life of the debt.		(3,592)
Governmental funds report bond premium as a financing use when incurred. The Statement of Activities amortizes the bond premium to interest expense over the life of the debt.		3,314
Bond interest is reported as an expenditure in the governmental funds when paid. Interest expense is reported in the Statement of Activities when incurred.		35

Change in net position of government activities \$ 8,709

See accompanying notes to the financial statements.



Notes to Financial Statements

**FOOTNOTE INDEX**

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Notes to Financial Statements

**FOR THE YEAR ENDED JUNE 30, 2025**

**NOTE A: THE NORTHERN TOBACCO SECURITIZATION CORPORATION**

The Northern Tobacco Securitization Corporation (“NTSC”) is a not-for-profit corporation. It was incorporated on September 29, 2000, under the Alaska Nonprofit Corporation Act and provisions of the Alaska Statutes creating the Alaska Housing Finance Corporation, as amended. NTSC was formed as an affiliate of Alaska Housing Finance Corporation (“AHFC”) pursuant to House Bill No. 281 of the Alaska Legislature. NTSC is legally independent and separate from AHFC, and there is no financial accountability between NTSC and AHFC.

NTSC is a component unit of the State of Alaska (“the State”) and is presented as a component of the special revenue and debt service funds in the State’s financial statements. NTSC is a government instrumentality of the State but has legal existence independent of and separate from the State. The Board of Directors of NTSC is comprised of the Commissioners of the Alaska Departments of Revenue, Health, and Commerce, Community & Economic Development, or their designees, and two independent members of the public recommended by the Governor.

The purpose of NTSC is to purchase from the State portions of its future right, title and interest in the Tobacco Settlement Revenues (“TSRs”) under the Master Settlement Agreement and the Consent Decree and Final Judgment (“MSA”). The MSA resolved tobacco-related litigation between the settling states and the Participating Manufacturers (“PMs”), released the PMs from past and present tobacco-related claims of the settling states, and provides for a continuing release of future tobacco-related claims, in exchange for certain payments to be made to the settling states, as well as certain tobacco advertising and marketing restrictions, among other things.

In October 2000, pursuant to a Purchase and Sale Agreement with the State, the State sold to NTSC 40% of its future right, title and interest in the TSRs. Specifically, these rights include a 40% share of TSRs received by the State starting January 10, 2002, and in perpetuity under the MSA. When NTSC’s obligations under the bonds have been fulfilled, the TSRs revert back to the State under a residual certificate. Consideration paid by NTSC to the State for TSRs consisted of a cash amount sent to the State’s custodial trust accounts and a residual certificate assigned to the State.

In August 2001, pursuant to a Purchase and Sale Agreement with the State, the State sold to NTSC an additional 40% of its future right, title and interest in the TSRs. Specifically these rights include a 40% share of TSRs received by the State starting January 10, 2002, and in perpetuity under the MSA. This 40% share is above and beyond the 40% share originally purchased from the State by NTSC in October 2000. When NTSC’s obligations under the bonds have been fulfilled, the TSRs revert back to the State under a residual certificate. Consideration paid by NTSC to the State for TSRs consisted of a cash amount sent to the State’s custodial trust accounts and a residual certificate assigned to the State.

In July 2021, pursuant to a Purchase and Sale Agreement with the State, the State extended NTSC’s right, title and interest in the previously purchased TSRs until such time as NTSC’s obligations under the 2021 bonds have been fulfilled, after which the TSRs revert back to the State under residual certificates.

The bonds of NTSC are asset-backed instruments secured solely by the TSRs, and NTSC’s right to receive TSRs is expected to produce funding for its obligations. The TSRs payments are dependent on a variety of factors, some of which are:

- the financial capability of the participating cigarette manufacturers to pay TSRs,
- future cigarette consumption which impacts the TSRs payment, and
- future legal and legislative challenges against the tobacco manufacturers and the master settlement agreement providing for the TSRs.

Changes in these factors could affect the amount of funds available to pay scheduled debt service requirements.

Notes to Financial Statements

**NOTE B: SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES**

***Basis of Presentation***

NTSC's annual financial statements include a Management's Discussion and Analysis ("MD&A") and basic financial statements. The basic financial statements include a Governmental Funds Balance Sheet / Statement of Net Position, a Statement of Governmental Fund Revenues, Expenditures and Changes in Fund Balances / Statement of Activities, a Reconciliation of the Statement of Governmental Fund Revenues, Expenditures and Changes in Fund Balances to the Statement of Activities, and Notes to Financial Statements. The financial statements are intended to facilitate and enhance understanding of NTSC's financial position and results of operations for the current fiscal year.

***Government-Wide and Governmental Fund Financial Statements***

The Statement of Net Position and the Statement of Activities report information on all of the activities of NTSC. The effect of interfund activity has been removed from these statements. The Balance Sheet and Statement of Revenues, Expenditures and Changes in Fund Balances are provided for governmental funds.

***Measurement Focus, Basis of Accounting, and Financial Statement Presentation***

The government-wide financial statements are reported using the *economic resources measurement focus* and the *accrual basis of accounting*. Revenues are recorded when earned and expenses are recorded when a liability is incurred, regardless of the timing of related cash flows.

Governmental fund financial statements are reported using the *current financial resources measurement focus* and the *modified accrual basis of accounting*. Revenues are recognized as soon as they are both measurable and available. Revenues are considered to be *available* when they are collectible within the current period or soon enough thereafter to pay liabilities of the current period. For this purpose, NTSC considers revenues to be available if they are collected within 60 days of the end of the current fiscal period. Expenditures generally are recorded when a liability is incurred, as under accrual accounting. However, debt service expenditures are recorded only when payment is due.

The General Fund is the operating fund. It accounts for all financial resources not required to be accounted for in the Debt Service Fund. The Debt Service Fund accounts for the financial resources accumulated for payments of principal and interest of NTSC's long-term debt.

**NOTE C: ASSETS, LIABILITIES AND FUND EQUITY**

***Assets***

The assets reported are investments stated at fair value based on quoted market prices. Because the bonds were issued to purchase a future revenue stream, no other assets are reported, resulting in a negative fund balance.

***Long-Term Debt***

NTSC issues bonds to purchase the rights to Alaska's Tobacco Settlement Revenues and other uses consistent with its mission. The bonds are recorded at cost plus accreted interest and premiums. Premiums are amortized using the straight-line method.

Gains and losses associated with the extinguishment of long-term debt are recognized in the current period for both the entity-wide and governmental financial statements. In the entity-wide statements, such gains and losses arise from the difference between the repurchase price and the par value of the bonds, along with any forfeited unamortized bond discount amounts. In the governmental fund statements, such gains and losses arise solely due to the difference between the repurchase price and the par value of the bonds, because bond discounts are expensed in the current period rather than capitalized and amortized over the life of the related debt. For fiscal year 2025 no such gains or losses are reported in the financial statements.

Interest expense is recognized on the accrual basis in the entity-wide financial statements. Interest expenditures are recognized when paid in the individual governmental fund financial statements.

Notes to Financial Statements

***Fund Balances and Net Position***

The Corporation's financial resources are used for the specific purpose established when it was incorporated, that of purchasing from the State portions of its future right, title and interest in the TSR. Once resources designated by the legislature are received, amounts are further appropriated by the legislature for specific projects, with the remainder unassigned for future needs. To identify the constraints on the funding, the General Fund balance is unassigned, it is the total of net resources of the General Fund in excess of non-spendable, restricted or committed funds balance. Its financial resources are used to pay NTSC's operating expenditures.

The Debt Service Fund balance is restricted. All its financial resources are restricted for debt service payments. At the government-wide level, its Net Position balance is also restricted due to bond indenture requirements.

At the government-wide level, the Net Position is separated into restricted and unrestricted. There is no formal policy for the order in which the Corporation spends restricted, committed, and unassigned funds.

**NOTE D: INVESTMENTS**

***Deposit and Investment Policies***

Investments are made under the terms of the governing bond indenture. The following types of investments are considered eligible:

- Direct obligations of, or obligations guaranteed as to timely payment of principal and interest by, FHLMC, FNMA or the Federal Farm Credit System;
- Demand and time deposits in, certificates of deposit of, and bankers' acceptances issued by, any bank, trust company, savings and loan, or savings bank provided such instruments have been rated at least "A-1+" by S&P, "P-1" by Moody's and "F1" by Fitch (if rated by Fitch);
- General obligations of, or obligations guaranteed by, any state of the United States or the District of Columbia receiving one of the two highest long-term unsecured debt rating categories available for such securities from S&P, Moody's and Fitch (if rated by Fitch);
- Commercial or finance company paper rated "A-1+" by S&P, "P-1" by Moody's and "F1" by Fitch (if rated by Fitch);
- Repurchase obligations rated in one of the two highest long-term rating categories by S&P, Moody's and Fitch (if rated by Fitch) or collateralized at a minimum level of 102%;
- Interest-bearing or discount securities issued by any corporation incorporated under the laws of the United States or any state thereof rated "A-1+" by S&P, "P-1" by Moody's and "F1" by Fitch (if rated by Fitch);
- Taxable money market funds rated in one of the two highest categories by Moody's or Fitch (if rated by Fitch), or at least "AAm" or "Aam-G" by S&P;
- Investment agreements or guaranteed investment contracts rated in one of the two highest long-term rating categories by S&P, Moody's or Fitch (if rated by Fitch) or collateralized at a minimum level of 102%;
- Other obligations, securities, agreements or contracts which are non-callable and acceptable to each rating agency.

***Investment Valuation***

NTSC categorizes its fair value measurements within the fair value hierarchy established by Generally Accepted Accounting Principles. The hierarchy is based on the valuation inputs used to measure the fair value of the asset. Level 1 inputs are quoted prices in active markets for identical assets; Level 2 inputs are significant other observable inputs; Level 3 inputs are significant unobservable inputs.

NTSC measures its investments in money market funds of \$15,451,804 using quoted market prices (Level 1 inputs).

Notes to Financial Statements

**Credit Risk**

Credit risk is the risk of loss due to the failure of the security or backer. Per policy, NTSC mitigates its credit risk by limiting investments to those permitted under the terms of the governing bond indenture, diversifying the investment portfolio, and pre-qualifying firms with which NTSC administers its investment activities.

The credit quality ratings of NTSC's investments as of June 30, 2025, as described by nationally recognized statistical rating organizations, are shown below.

<u>Investment</u>	<u>Moody's</u>	<u>Fitch</u>	<u>Fair Value</u>
Money market funds	Aaa-mf	AAAmf	\$ 15,451,804
<b>Total investments</b>			<b>\$ 15,451,804</b>

**Concentration Risk**

Concentration risk is the risk of loss attributed to the magnitude of NTSC's investment in a single issuer. Concentration limits are not established under the terms of the governing bond indenture and governing agreements for trust investments. NTSC has not established a formal concentration risk policy for its investments.

**Investment Holdings Greater than Five Percent of Total Portfolio**

The following investment holdings, summarized by issuer, are trusted investments which have no established concentration limits. Investments issued or explicitly guaranteed by the U.S. Government and investments in mutual funds are excluded from this summary. As of June 30, 2025, NTSC had investment balances greater than 5 percent of its total investments with the following issuer(s):

<u>Issuer</u>	<u>Investment Fair Value</u>	<u>Percentage of Portfolio</u>
Morgan Stanley	\$ 15,451,804	100.00%

**Custodial Credit Risk**

For investments, custodial credit risk is the risk that, in the event of failure of the custodian or counterparty holding the investment, NTSC will not be able to recover the value of the investment. NTSC has not established a formal custodial credit risk policy for its investments.

**Interest Rate Risk**

Interest rate risk is the risk that the market value of investments will decline as a result of changes in general interest rates. Per its policy, NTSC mitigates interest rate risk by structuring investment maturities to meet cash requirements as outlined in the governing bond indenture and contractual agreements.

**Investment Term**

The investment term of all debt security investments by contractual maturity is one year or less. Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without call or prepayment penalties.

**NOTE E: DEFERRED OUTFLOWS OF RESOURCES**

The Government Accounting Standards Board has defined deferred outflows of resources as the consumption of resources that are applicable to a future period. The Corporation's deferred outflows of resources of \$17,228,000, represents the unamortized value of the purchased rights of future Tobacco Settlement Revenues as of June 30, 2025.

Notes to Financial Statements

**NOTE F: LONG-TERM DEBT**

On July 1, 2021, NTSC issued \$282,480,000 of its Tobacco Settlement Asset-Backed Bonds, Series 2021, A, B-1, and B-2. These bonds were issued to fully redeem the series 2006 bonds. The Series 2021 bonds are secured by and payable solely from the TSRs and investment earnings pledged under the indenture and amounts held in accordance with the indenture. The Series 2021A and 2021B-1 bonds bear interest at fixed annual rates, from 4.000% to 5.000%, payable semi-annually until June 1, 2050. The Series 2021B-2 bonds accrete interest at 3.400%, compounded semi-annually, until June 1, 2066.

The term bonds in all Series contain turbo redemption features which require that all TSR collections in excess of operating expenditures and scheduled debt service be applied to the redemption of the term bonds. The turbo redemptions are not scheduled amortization payments and are to be made only from surplus collections, if any. Failure to make a turbo principal payment will not constitute an event of default under the indenture.

***Debt Service Requirements***

Debt service requirements represent the minimum amount of sinking fund and term maturity principal and interest that NTSC must pay as of the specific distribution dates. A failure to make an interest payment or a term maturity principal payment (June 1, 2031, and June 1, 2050) constitutes an event of default under the indenture. A failure to make a sinking fund payment does not constitute an event of default under the indenture. Debt service requirements, through 2030 and in five-year increments thereafter to maturity, are shown below:

Years Ended June 30	Series 2021 Bonds		
	Principal	Interest	Total
2026	\$ 4,290,000	\$ 6,263,200	\$ 10,553,200
2027	4,950,000	6,048,700	10,998,700
2028	5,200,000	5,801,200	11,001,200
2029	5,405,000	5,541,200	10,946,200
2030	5,375,000	5,270,950	10,645,950
2031-2035	26,860,000	22,382,250	49,242,250
2036-2040	29,805,000	16,511,000	46,316,000
2041-2045	28,185,000	10,528,600	38,713,600
2046-2050	36,180,000	5,132,200	41,312,200
2051-2055	-	-	-
2056-2060	-	-	-
2061-2065	-	-	-
2066-2070	94,655,483	335,694,518	430,350,000
	\$ 240,905,483	\$ 419,173,818	\$ 660,079,300

Notes to Financial Statements

The activity for long-term debt for the year ended June 30, 2025, is summarized in the following schedule (in thousands):

<b>TOTAL ACTIVITY</b>	<b>June 30, 2024</b>	<b>Additions</b>	<b>Reductions</b>	<b>June 30, 2025</b>	<b>Due Within One Year</b>
Series 2021 bonds payable	\$ 250,525	\$ -	\$ (9,620)	\$ 240,905	\$ 4,290
Plus: Accreted value	10,077	3,592	-	13,669	-
Plus: Premium	25,273	-	(3,314)	21,959	-
Total long-term debt	\$ 285,875	\$ 3,592	\$ (12,934)	\$ 276,533	\$ 4,290

At June 30, 2025, NTSC maintained a debt service reserve account for the Series 2021 bonds of \$10,915,005, which meets or exceeds the minimum amount required under the governing bond indenture.

**NOTE G: YIELD RESTRICTION AND ARBITRAGE REBATE**

Most of the investments made under NTSC's tax-exempt bond program are subject to rebate provisions or restricted as to yields. The rebate provisions require that a calculation be performed every five years and upon full retirement of the bonds to determine the amount, if any, of excess yield earned and owed to the Internal Revenue Service. There were no excess earnings recorded or paid for the year ended June 30, 2025.

**NOTE H: CONTINGENCIES**

***Tobacco Litigation Risk***

The amount of revenue recognized by NTSC could be adversely impacted by certain third-party litigation involving tobacco companies and others.

**NOTE I: RELATED PARTY TRANSACTIONS**

NTSC entered into a Memorandum of Agreement with AHFC that retains AHFC as Administrator with respect to the preparation of all reports and other instruments and documents that NTSC is required to prepare, execute, file or deliver pursuant to the bond indenture and related agreements for a monthly fee. NTSC also entered into a Sub-Lease Agreement with AHFC for office space, overhead and operating services from AHFC for a monthly fee. The cost to NTSC for these services provided by AHFC for the year ended June, 30, 2025, was approximately \$9,000. This amount was included as a portion of General and Administrative Expenditures/Expenses.



October 28, 2025

To the Board of Directors  
Northern Tobacco Securitization Corporation  
Anchorage, Alaska

We have audited the financial statements of Northern Tobacco Securitization Corporation (NTSC), as of and for the year ended June 30, 2025, and have issued our report thereon dated October 28, 2025. Professional standards require that we advise you of the following matters relating to our audit.

#### **Our Responsibility in Relation to the Financial Statement Audit**

As communicated in our letter dated June 26, 2025, our responsibility, as described by professional standards, is to form and express an opinion about whether the financial statements that have been prepared by management with your oversight are presented fairly, in all material respects, in accordance with accounting principles generally accepted in the United States of America. Our audit of the financial statements does not relieve you or management of its respective responsibilities.

Our responsibility, as prescribed by professional standards, is to plan and perform our audit to obtain reasonable, rather than absolute, assurance about whether the financial statements are free of material misstatement. An audit of financial statements includes consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the entity's internal control over financial reporting. Accordingly, as part of our audit, we considered the internal control of NTSC solely for the purpose of determining our audit procedures and not to provide any assurance concerning such internal control.

We are also responsible for communicating significant matters related to the audit that are, in our professional judgment, relevant to your responsibilities in overseeing the financial reporting process. However, we are not required to design procedures for the purpose of identifying other matters to communicate to you.

#### **Planned Scope and Timing of the Audit**

We conducted our audit consistent with the planned scope and timing we previously communicated to you.

#### **Compliance with All Ethics Requirements Regarding Independence**

The engagement team, others in our firm, as appropriate, our firm, and other firms utilized in the engagement, if applicable, have complied with all relevant ethical requirements regarding independence.



## **Qualitative Aspects of the Entity's Significant Accounting Practices**

### *Significant Accounting Policies*

Management has the responsibility to select and use appropriate accounting policies. A summary of the significant accounting policies adopted by NTSC is included in Note B to the financial statements. There have been no initial selection of accounting policies and no changes in significant accounting policies or their application during 2025. No matters have come to our attention that would require us, under professional standards, to inform you about (1) the methods used to account for significant unusual transactions and (2) the effect of significant accounting policies in controversial or emerging areas for which there is a lack of authoritative guidance or consensus.

### *Accounting Estimates and Related Disclosures*

Accounting estimates are an integral part of the financial statements prepared by management and are based on management's current judgments. Those judgments are normally based on knowledge and experience about past and current events and assumptions about future events. Certain accounting estimates are particularly sensitive because of their significance to the financial statements and because of the possibility that future events affecting them may differ markedly from management's current judgments. No such significant accounting estimates were identified.

### *Financial Statement Disclosures*

Certain financial statement disclosures involve significant judgment and are particularly sensitive because of their significance to financial statement users. The most sensitive disclosures affecting NTSC's financial statements relate to:

The disclosure in Note D to the financial statements over investment valuation, credit risk, and concentration risk.

## **Significant Difficulties Encountered during the Audit**

We encountered no significant difficulties in dealing with management relating to the performance of the audit.

## **Uncorrected and Corrected Misstatements**

For purposes of this communication, professional standards require us to accumulate all known and likely misstatements identified during the audit, other than those that we believe are trivial, and communicate them to the appropriate level of management. Further, professional standards require us to also communicate the effect of uncorrected misstatements related to prior periods on the relevant classes of transactions, account balances or disclosures, and the financial statements as a whole. Uncorrected misstatements or matters underlying those uncorrected misstatements could potentially cause future-period financial statements to be materially misstated, even though the uncorrected misstatements are immaterial to the financial statements currently under audit. There were no uncorrected or corrected misstatements identified as a result of our audit procedures.

## **Disagreements with Management**

For purposes of this letter, professional standards define a disagreement with management as a matter, whether or not resolved to our satisfaction, concerning a financial accounting, reporting, or auditing matter, which could be significant to the financial statements or the auditor's report. No such disagreements arose during the course of the audit.

## **Circumstances that Affect the Form and Content of the Auditor's Report**

For purposes of this letter, professional standards require that we communicate any circumstances that affect the form and content of our auditor's report.

We have made the following modifications to our auditor's report:

As discussed in Note A to the financial statements, NTSC's repayment of long-term debt is dependent on several factors, including the continued financial capability of participating cigarette manufactures to pay tobacco settlement revenues and future cigarette consumption. Our opinion is not modified with respect to this matter.

As discussed in Note A, the financial statements of the Corporation are intended to present the financial position and the changes in financial position of only that portion of the governmental activities and each major fund of the Corporation that is attributable to the transactions of the Corporation. They do not purport to, and do not, present fairly the financial position of the State of Alaska as of June 30, 2025, the changes in its financial position, or, where applicable, its cash flows for the year then ended in accordance with accounting principles generally accepted in the United States of America. Our opinions are not modified with respect to this matter.

This information is intended solely for the use of Board of Directors and management of Northern Tobacco Securitization Corporation and is not intended to be, and should not be, used by anyone other than these specified parties.

## **Representations Requested from Management**

We have requested certain written representations from management that are included in the management representation letter dated October 28, 2025.

## **Management's Consultations with Other Accountants**

In some cases, management may decide to consult with other accountants about auditing and accounting matters. Management informed us that, and to our knowledge, there were no consultations with other accountants regarding auditing and accounting matters.

## **Other Significant Matters, Findings, or Issues**

In the normal course of our professional association with NTSC we generally discuss a variety of matters, including the application of accounting principles and auditing standards, business conditions affecting the entity, and business plans and strategies that may affect the risks of material misstatement. None of the matters discussed resulted in a condition to our retention as Corporation's auditors.

This information is intended solely for the use of Board of Directors and management of NTSC and is not intended to be, and should not be, used by anyone other than these specified parties.

Very truly yours,

*Eide Bailly LLP*

Boise, Idaho