FINANCIAL STATEMENTS DECEMBER 31, 2024

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Independent Auditors' Report

Audit Committee National Insurance Producer Registry

Opinion

We have audited the financial statements of National Insurance Producer Registry, which comprise the statement of financial position as of December 31, 2024 and 2023, and the related statements of activities 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 National Insurance Producer Registry as of December 31, 2024 and 2023, and the results of its operations and its cash flows for the years then ended in accordance with accounting principles generally accepted in the United States of America.

Basis For Opinion

We conducted our audits in accordance with auditing standards generally accepted in the United States of America. 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 National Insurance Producer Registry 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 National Insurance Producer Registry's ability to continue as a going concern for 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 auditing standards generally accepted in the United States of America 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 auditing standards generally accepted in the United States of America, 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 National Insurance Producer Registry'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 National Insurance Producer Registry'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.

RubinBrown LLP

March 6, 2025

STATEMENT OF FINANCIAL POSITION

Assets			
	 Decem	be	/
	 2024		2023
Current Assets			
Cash and cash equivalents	\$ 34,359,194	\$	$36,\!256,\!298$
Accounts receivable, net of allowance for credit losses			
of \$60,759 in 2024 and \$16,543 in 2023	7,719,256		7,148,628
Prepaid expenses	1,482,917		1,221,985
Investments	64,023,112		58,679,336
Total Current Assets	107,584,479		103,306,247
Property And Equipment, Net	20,781,921		10,639,032
Total Assets	\$ 128,366,400	\$	113,945,279
Liabilities And Net Assets			
Current Liabilities			
Accounts payable	\$ 8,248,339	\$	6,052,105
Accrued expenses	3,569,229		2,727,902
Total Current Liabilities	11,817,568		8,780,007
Net Assets			
Without Donor Restrictions	116,548,832		105,165,272
Total Liabilities And Net Assets	\$ 128,366,400	\$	113,945,279

STATEMENT OF ACTIVITIES

	December 31,							
		2024		2023				
Revenues								
Credentialing and reporting	\$	82,315,519	\$	72,531,018				
Other income		2,662						
Total Revenues		82,318,181		72,531,018				
Expenses								
Licensing fee and NAIC services		34,336,538		30,537,211				
Salaries		16,956,187		14,406,779				
Employee benefits		6,778,543		5,426,287				
Professional services		14,515,106		$14,\!672,\!511$				
Travel		1,325,559		979,087				
Rental and maintenance		1,821,099		1,551,940				
Depreciation and amortization		1,203,234		222,119				
Insurance		177,092		170,734				
Supplies		232,449		170,383				
Bad-debt expense		119,902		114,031				
Other expenses		225,014		$97,\!632$				
Total Expenses		77,690,723		68,348,714				
Change In Net Assets Before Net Investment Return		4,627,458		4,182,304				
Net Investment Return		6,756,102		7,948,028				
Changes In Net Assets Without Donor Restrictions		11,383,560		12,130,332				
Net Assets - Beginning Of Year		105,165,272		93,034,940				
Net Assets - End Of Year	\$	116,548,832	\$	105,165,272				

STATEMENT OF CASH FLOWS

	For The Years Ended December 31,			
	2024	2023		
Cash Flows From Operating Activities Changes in net assets without donor restrictions Adjustments to reconcile changes in net assets without	\$ 11,383,560 \$	12,130,332		
donor restrictions to net cash from operating activities: Depreciation and amortization Net realized and unrealized gains on investments Changes in assets and liabilities:	1,203,234 (3,024,768)	222,119 (4,881,335)		
Accounts receivable, net Prepaid expenses Accounts payable Accrued expenses	(570,628) (260,932) 1,732,397 841,327	(1,536,989) (163,051) (125,488) 710,963		
Net Cash Provided By Operating Activities	11,304,190	6,356,551		
Cash Flows From Investing Activities Purchase of investments Proceeds from sale of investments	(11,947,271) 9,628,263 (10,000,000)	(19,870,490) 18,335,563 (7,490,190)		
Purchase of property and equipment Net Cash Used In Investing Activities	(10,882,286) (13,201,294)	$\frac{(7,430,183)}{(8,965,110)}$		
Net Decrease In Cash And Cash Equivalents	(1,897,104)	(2,608,559)		
Cash And Cash Equivalents - Beginning Of Year	36,256,298	38,864,857		
Cash And Cash Equivalents - End Of Year	\$ 34,359,194 \$	36,256,298		
Supplemental Disclosure Of Cash Flow Information Purchases of property and equipment included in accounts payable	\$ 857,610 \$	393,773		

NOTES TO FINANCIAL STATEMENTS December 31, 2024 And 2023

1. Summary Of Significant Accounting Policies

Nature Of Operations

National Insurance Producer Registry (NIPR) is a not-for-profit technology company and affiliate of the National Association of Insurance Commissioners (NAIC). NIPR provides cost-effective, streamlined and uniform licensing data and compliance services for insurance professionals benefiting insurance regulators, industry, and consumers.

Basis Of Accounting

The accompanying financial statements of NIPR have been prepared on the accrual basis of accounting.

Basis Of Presentation

The financial statement presentation follows the requirements of accounting principles generally accepted in the United States of America by presenting assets and liabilities within similar groups and classifying them in ways that provide relevant information about their interrelationships, liquidity, and financial flexibility. As a result, NIPR is required to report information regarding its financial position and activities according to the following classes of net assets:

Net Assets Without Donor Restrictions - Net assets that are not subject to donorimposed restrictions but may be subject to board designations. At December 31, 2024 and 2023, there were no board designated net assets.

Net Assets With Donor Restrictions - Net assets are subject to donor-imposed restrictions that may or will be met either by actions of NIPR and/or the passage of time. Also included within this category are net assets subject to donor-imposed restrictions to be maintained in perpetuity by NIPR. At December 31, 2024 or 2023, NIPR does not have any net assets with donor restrictions.

Estimates And Assumptions

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 amounts in the financial statements and accompanying notes. Actual results could differ from those estimates.

Notes To Financial Statements (Continued)

Cash And Cash Equivalents

NIPR considers all liquid investments with original maturities of three months or less to be cash equivalents. At December 31, 2024 and 2023, cash and cash equivalents consisted primarily of money market accounts. NIPR, at times, maintains deposits with banks in excess of the insured limits, but has not experienced any losses in such accounts.

Accounts Receivable

Accounts receivable are stated at the amounts management expects to collect from outstanding balances. The carrying amount is reduced by a valuation allowance, through a charge to earnings, that reflects management's best estimate of amounts that will not be collected. This assessment considers historical experience, current conditions, and, when appropriate, reasonable and supportable forecasts.

To estimate the expected credit losses, receivables have been grouped based on credit risk characteristics including age of the receivable. The allowance is determined by applying an expected credit loss percentage to the carrying value of the assets by categories. The percentages, which are updated at least annually, are based on historical experience and may be adjusted to the extent that future results are expected to differ from past experience. Given that NIPR extends credit terms on a short-term basis, changes to the credit loss percentages due to future events are expected to be rare. Additionally, the allowance is also adjusted due to the changes in the collectability assessment of individual customers.

Prepaid Expenses

Prepaid expenses include general expenses, insurance, and cloud implementation fees that are amortized to expense ratably over the term of the related arrangement.

Investments

NIPR carries its investments at their fair values. Unrealized gains and losses are included in the change in net assets in the accompanying financial statements.

Investments may be exposed to various risks, such as interest rate, market, and credit risks. As a result, it is at least reasonably possible that changes in risks in the near term could affect investment balances, and those effects could be significant.

Notes To Financial Statements (Continued)

Property And Equipment

Property and equipment is stated at cost. Depreciation is computed using the straight-line method over the estimated useful life of each asset. Routine repairs and maintenance are expensed as incurred.

The cost of internally developed software is capitalized during the application development stage. All costs during the preliminary project and postimplementation stages are expensed as incurred. The cost of capitalized software will be amortized on the straight-line method over the software's estimated useful lives when placed in service.

Estimated

	Useful Lives
Furniture and equipment	5 years
Computer hardware	3 years
Internally developed software	3 - 10 years

Impairment Of Long-Lived Assets

If facts and circumstances indicate that the carrying amount of property and equipment may be impaired, an evaluation of recoverability would be performed. If an evaluation were required, the estimated future undiscounted cash flows associated with the asset would be compared to the asset's carrying amount to determine if a reduction to the carrying amount is required. The carrying amount of an impaired asset would be reduced to its estimated fair value. No impairment of property and equipment was recorded during the years ended December 31, 2024 or 2023.

Revenues

Revenue from contracts with customers is derived primarily from credentialing and reporting fees.

NIPR's credentialing revenue is recognized at a point in time and consists of performance obligations that are satisfied when users process transactions through the NIPR Gateway. The NIPR Gateway facilitates the electronic exchange of producer information, including license applications, appointments, and terminations. Prices are distinct to a performance obligation. For the years ended December 31, 2024 and 2023, credentialing revenue was \$48,935,172 and \$46,661,245, respectively.

Notes To Financial Statements (Continued)

NIPR's reporting revenue is recognized at a point in time and consists of performance obligations that are satisfied when users access NIPR's Producer Database (PDB). The PDB is an electronic database consisting of information relating to insurance producers. The PDB links participating state regulatory licensing systems into one common repository of producer information. Prices are distinct to a performance obligation. For the years ended December 31, 2024 and 2023, reporting revenue was \$33,364,618 and \$25,837,960, respectively.

Associated accounts receivable for revenue from contracts as of December 31, 2024 and 2023, was \$7,719,256 and \$7,148,628, respectively. As of January 1, 2023, accounts receivable for revenue from contracts was \$5,611,639.

NIPR did not have any impairment or credit losses on any receivables arising from contracts with customers. There are also no incremental costs of obtaining a contract and no significant financing components. Finally, there are no significant changes in the judgments affecting the determination of the amount and timing of revenue from contracts with customers.

Income Taxes

NIPR has been granted exemption from income taxes by the Internal Revenue Service under the provisions of section 501(c)(6) of the Internal Revenue Code and a similar provision of state law. However, NIPR is subject to federal income tax on any unrelated business taxable income.

Uncertain tax positions, if any, are recorded in accordance with ASC Topic 740, Income Taxes. ASC 740 requires the recognition of a liability for tax positions taken that do not meet the more-likely-than-not standard that the position will be sustained upon examination by the taxing authorities. There is no liability for uncertain tax positions recorded at December 31, 2024 or 2023.

Subsequent Events

Management has evaluated subsequent events through the date the financial statements were available for issue, which is the date of the Independent Auditors' Report.

Notes To Financial Statements (Continued)

2. Investments

Investments carried at fair value at December 31, 2024 and 2023, consisted of the following:

	2024					20		
				Fair				Fair
		Cost		Value		Cost		Value
Fixed-income mutual funds	\$	24,890,590	\$	26,843,085	\$	22,817,225	\$	24,098,110
Foreign fixed-income mutual funds		708,688		664,764		1,260,910		1,141,335
Domestic equity mutual funds		18,206,813		16,904,754		11,332,094		10,693,149
Common stock:								
Industrials		288,511		464,239		970,219		1,490,767
Consumer discretionary		534,623		1,380,814		1,230,350		2,393,535
Financials		391,098		758,090		900,055		1,615,916
Information technology		535,978		939,995		1,215,801		1,898,737
Other industries		1,490,963		2,005,386		1,769,285		2,501,368
Foreign equity mutual funds		6,130,649		6,654,756		5,768,649		6,328,777
Alternative equity funds		4,750,000		7,407,229		4,750,000		6,517,642
	\$	57,927,913	\$	64,023,112	\$	52,014,588	\$	58,679,336

Total net investment return (loss) comprises the following:

	2024	2023
Interest and dividend income Net realized gains (losses) Net unrealized gains (losses) Investment manager fees	\$ 3,838,333 3,594,317 (569,549) (106,999)	$\begin{array}{c} 3,157,020 \\ (632,208) \\ 5,513,542 \\ (90,326) \end{array}$
	\$ 6,756,102	3 7,948,028

3. Fair Value Measurements

NIPR follows an established framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy under these rules are described below:

Level 1 Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that NIPR has the ability to access.

Notes To Financial Statements (Continued)

Level 2 Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.

If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3 Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset's or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation methodology and inputs used for assets measured at fair value:

Common Stock

Valued at the daily closing price as reported on the active market on which the individual securities are traded.

Mutual Funds

Valued at the daily closing price as reported by the fund. The mutual funds held by NIPR are open-end investment companies that are registered with the Securities and Exchange Commission. These funds are required to publish their daily net asset value (NAV) and to transact at that price. The mutual funds are deemed to be actively traded.

Notes To Financial Statements (Continued)

Alternative Investments

NIPR reports the fair value of alternative investments using the practical expedient. The practical expedient allows for the use of net asset value (NAV), either as reported by the investee fund or as adjusted by NIPR based on various factors.

The following tables summarize the financial investments measured at fair value on a recurring basis, segregated by the general classification of such instruments pursuant to the valuation hierarchy:

	December 31, 2024								
		Total							
		Fair Value		Level 1		Lev	vel 2	L	evel 3
Fixed-income mutual funds	\$	26,843,085	\$	26,843,085		\$		\$	
Foreign fixed-income mutual funds	ψ	20,045,005 664,764	φ	20,045,005 664,764		Ψ		ψ	_
Domestic equity mutual funds		16,904,754		16,904,754					
Common stock:		10,001,101		10,001,101					
Industrials		464,239		464,239					
Consumer discretionary		1,380,814		1,380,814					_
Financials		758,090		758,090					
Information technology		939,995		939,995			_		_
Other industries		2,005,386		2,005,386			_		
Foreign equity mutual funds		6,654,756		6,654,756			_		_
		56,615,883	\$	56,615,883		\$		\$	
Investments measured at net asset value:			T	,				T	
Alternative equity funds		7,407,229							
Total investments	\$	64,023,112							

Notes To Financial Statements (Continued)

	December 31, 2023								
		Total Fair Value		Level 1	Ι	٥ev	el 2	L	evel 3
Fixed-income mutual funds	\$	24,098,110	\$	24,098,110	\$			\$	_
Foreign fixed-income mutual funds		1,141,335		1,141,335					_
Domestic equity mutual funds		10,693,149		10,693,149					
Common stock:									
Industrials		1,490,767		1,490,767					_
Consumer discretionary		2,393,535		2,393,535					
Financials		1,615,916		1,615,916			_		_
Information technology		1,898,737		1,898,737					
Other industries		2,501,368		2,501,368			_		_
Foreign equity mutual funds		6,328,777		6,328,777					
		52,161,694	\$	52,161,694	\$		_	\$	_
Investments measured at net asset value:									
Alternative equity funds		6,517,642							
Total investments	\$	58,679,336							

The following table sets forth additional disclosures of NIPR's investments whose fair value is estimated using NAV per share (or its equivalent) as of December 31, 2024 and 2023:

	Fair Valu	e At			
	Decembe	r 31,	Unfunded	Redemption	Redemption
	2024	2023	Commitment	Frequency	Notice Period
Magnitude International (A)	\$ 7,407,229 \$	6,517,642	\$ —	Quarterly	65 days

(A) This fund's investment objective is to deliver a 5% return over SOFR, net of fees, over an extended market cycle with a target of achieving 5% annual volatility. The fund is a globally diversified, multistrategy, multimanager portfolio that seeks to maximize expected active return from investing in hedge funds while minimizing passive risk and managing exposure to shock risk.

Notes To Financial Statements (Continued)

Alternative investments are redeemable with the fund at NAV under the original terms of the partnership and/or subscription agreements. However, it is possible that these redemption rights may be restricted or eliminated by the funds in the future, in accordance with the fund agreements. Due to the nature of the investments held by the funds, changes in market conditions and the economic environment may significantly impact the NAV of the funds and, consequently, the fair value of NIPR's interests in the funds. Although a secondary market exists for these investments, it is not active and individual transactions are typically not observable. When transactions do occur in this limited secondary market, they may occur at discounts to the reported NAV. It is therefore reasonably possible that if NIPR were to sell these investments in the secondary market, a buyer may require a discount to the reported NAV, and the discount could be significant.

4. Property And Equipment

Property and equipment at December 31, 2024 and 2023, consisted of the following:

	 2024	2023
Furniture and equipment	\$ 19,930	\$ 19,930
Computer hardware and purchased software	129,418	104,043
Computer software	10,719,108	·
Software upgrades in progress	11,462,790	10,861,150
	22,331,246	10,985,123
Less: accumulated depreciation		
and amortization	1,549,325	346,091
	\$ 20,781,921	\$ 10,639,032

Software in progress includes a variety of ongoing technical projects which include the development of an identity management solution for customers, the creation of an enterprise data warehouse to store and retrieve producer information, and a user interface to more easily manage state licensing changes. These projects were still in process at December 31, 2024 and are expected to be completed in 2025.

Notes To Financial Statements (Continued)

5. Related-Party Transactions

NIPR and the NAIC executed a License and Services Agreement (the Agreement) effective January 1, 2023, for an initial term of five years. The terms of the Agreement provide for (1) a 38% license fee for NIPR's use of the NAIC's producer data; (2) the reimbursement of the actual cost of services, facilities and equipment provided to NIPR by the NAIC; and (3) a service fee for administrative and technical services provided by NAIC staff.

The total amount charged during the year and amounts owed at year-end are as follows:

	2024		2023	
Administrative services provided				
by the NAIC	\$	3,102,204	\$ 3,018,756	
License fee	\$	31,234,334	\$ 27,518,455	
Amounts owed to the NAIC included in accounts payable	\$	2,831,358	\$ 2,453,974	

6. Defined Contribution Plan

NIPR has a defined contribution 401(k) plan (the Plan), which covers substantially all employees. Each year, the Board of Directors determines the contribution for the next year. In 2024 and 2023, NIPR matched up to 3.5% of contributions of those employees who contributed to the Plan and contributed 5.0% of all employees' annual compensation. Contribution expense was \$1,471,767 and \$1,129,462 for the years ended December 31, 2024 and 2023, respectively.

7. Concentrations

U.S. GAAP requires disclosure of certain significant estimates and current vulnerabilities due to certain concentrations. Approximately 46% and 41% of all revenues for the years ended December 31, 2024 and 2023, were received from three and two business partners, respectively.

Notes To Financial Statements (Continued)

8. Liquidity And Availability Of Resources

NIPR regularly monitors liquidity required to meet its annual operating needs and other contractual commitments while also striving to maximize the return on investment of its funds not required for annual operations. As of December 31, 2024 and 2023, the following financial assets are available to meet annual operating needs of the subsequent fiscal year:

	 2024	2023
Financial assets at year-end:		
Cash and cash equivalents	\$ 34,359,194	\$ 36,256,298
Accounts receivable, net	7,719,256	7,148,628
Investments	64,023,112	58,679,336
Total Financial Assets	\$ 106,101,562	\$ 102,084,262

NIPR has various sources of liquidity at its disposal, including cash and cash equivalents, accounts receivable, and marketable debt and equity securities. See Note 3 for information about NIPR's investments.

9. Statement Of Functional Expenses

Expenses for the years ending December 31, 2024 and 2023 are presented in the following tables according to both functional and natural classifications. Certain expenses including salaries, benefits, and payroll taxes are allocated on the basis of time and effort. Expenses including professional services and travel are split based upon the review of the underlying nature of the expense.

Notes To Financial Statements (Continued)

The following table provides both functional and natural classifications for the year ending December 31, 2024:

	Program	0 0		Total
	 Services	And Gener	al	Expenses
Licensing fee and NAIC services	\$ 33,996,687	\$ 339,8	51 \$	34,336,538
Salaries, benefits and payroll taxes	22,380,959	1,353,7	71	23,734,730
Professional services	14,226,693	288,4	13	14,515,106
Travel	1,269,583	55,9	76	1,325,559
Rental and maintenance	1,788,063	33,0	36	1,821,099
Depreciation and amortization	1,203,234			1,203,234
Insurance	177,092			177,092
Office services		232,4	49	232,449
Other expenses	195,339	149,5	77	344,916
	\$ 75,237,650	\$ 2,453,0	73 \$	77,690,723

The following table provides both functional and natural classifications for the year ending December 31, 2023:

	Program	rogram Management		Total	
	 Services	And Genera	1	Expenses	
Licensing fee and NAIC services	\$ 29,693,357	\$ 843,85	4 \$	30,537,211	
Salaries, benefits and payroll taxes	18,898,196	934,87	0	19,833,066	
Professional services	14,259,717	412,79	4	14,672,511	
Travel	943,712	35,37	5	979,087	
Rental and maintenance	1,547,453	4,48	7	1,551,940	
Depreciation and amortization	222,119	-	_	222,119	
Insurance	170,734	-	_	170,734	
Office services		170,38	3	170,383	
Other expenses	179,426	32,23	7	211,663	
	\$ 65,914,714	\$ 2,434,00	0 \$	68,348,714	