

**FARMERS RURAL ELECTRIC
COOPERATIVE CORPORATION AND SUBSIDIARY
GLASGOW, KENTUCKY**

**REPORT ON AUDIT OF CONSOLIDATED
FINANCIAL STATEMENTS AND ADDITIONAL INFORMATION**

**For the Years Ended
December 31, 2023 and 2022**

C O N T E N T S

	<u>Pages</u>
Independent Auditors' Report	1 - 3
Consolidated Financial Statements:	
Balance Sheets	4 - 5
Statements of Revenue	6
Statements of Comprehensive Income	7
Statements of Patronage Capital and Memberships	8
Statements of Cash Flows	9 - 10
Notes to Consolidated Financial Statements	11 - 21
Supplementary Information:	
Schedule of Expenditures of Federal Awards	22
Notes to the Schedule of Expenditures of Federal Awards	23
Schedule of Findings and Questioned Costs	24 - 25
Independent Auditors' Report on Compliance for Each Major Program and on Internal Control Over Compliance Required by the Uniform Guidance	26 - 28
Independent Auditors' Report on Consolidating Information	29
Schedule I - 2023 Consolidating Balance Sheet	30
Schedule II - 2023 Consolidating Statement of Revenue	31
Schedule III - 2022 Consolidating Balance Sheet	32
Schedule IV - 2022 Consolidating Statement of Revenue	33
Independent Auditors' Report on Internal Control Over Financial Reporting and on Compliance and Other Matters Based on an Audit of Financial Statements Performed in Accordance with <i>Government Auditing Standards</i>	34 -35
Independent Auditors' Report on Compliance with Aspects of Contractual Agreements and Regulatory Requirements for Electric Borrowers	36 - 37



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INDEPENDENT AUDITORS' REPORT

Board of Directors
Farmers Rural Electric
Cooperative Corporation
Glasgow, Kentucky

Report on the Audit of the Financial Statements

Opinions

We have audited the accompanying consolidated financial statements of Farmers Rural Electric Cooperative Corporation and Subsidiary which comprise the balance sheets as of December 31, 2023 and 2022, and the related statements of revenue, comprehensive income, patronage capital and memberships, and cash flows, for the years then ended and related notes to the consolidated financial statements, which collectively comprise the Cooperative's basic financial statements as listed in the table of contents.

In our opinion, the consolidated financial statements referred to above present fairly, in all material respects, the respective financial position of Farmers Rural Electric Cooperative Corporation and Subsidiary as of December 31, 2023 and 2022, and the results of their operations and their cash flows for the years 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 and the standards applicable to financial audits contained in Government Auditing Standards, issued by the Comptroller General of the United States. 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 Farmers Rural Electric Cooperative Corporation and Subsidiary 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.

Responsibilities of Management for the Financial Statements

Management is responsible for the preparation and fair presentation of these 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 Farmers Rural Electric Cooperative Corporation and Subsidiary'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 generally accepted auditing standards and Government Auditing Standards 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 generally accepted auditing standards and *Government Auditing Standards*, 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 Farmers Rural Electric Cooperative Corporation'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 Farmers Rural Electric Cooperative Corporation'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.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the consolidated financial statements that collectively comprise Farmers Rural Electric Cooperative Corporation and Subsidiary's basic financial statements. The consolidating balance sheets and consolidating statements of revenue as well as the schedule of expenditures of federal awards, as required by Title 2 U.S. *Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards*, are presented for purposes of additional analysis and are not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America.

In our opinion, the consolidating information in Schedules I – IV and the schedule of expenditures of federal awards are fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Other Reporting Required by *Government Auditing Standards*

In accordance with *Government Auditing Standards*, we have also issued our report dated March 15, 2024 on our consideration of the Cooperative's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements and other matters. The purpose of that report is to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering Farmers Rural Electric Cooperative Corporation's internal control over financial reporting and compliance.

Campbell, Myers, and Rutledge, PLLC

Certified Public Accountants
Glasgow, Kentucky

March 15, 2024

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
BALANCE SHEETS
December 31, 2023 and 2022

ASSETS

	<u>2023</u>	<u>2022</u>
Current assets:		
Cash and cash equivalents	\$ 2,044,654	\$ 1,350,180
Accounts and notes receivable, less allowance for doubtful accounts of \$77,285 in 2023 and \$83,651 in 2022	5,457,394	7,229,444
Materials and supplies, at average cost	1,669,188	1,620,998
Prepaid expenses	<u>335,144</u>	<u>316,045</u>
Total current assets	<u>9,506,380</u>	<u>10,516,667</u>
Other assets and investments:		
Goodwill, net of amortization	366,442	412,247
Investments in subsidiary companies	59,616	72,835
Investment in associated organizations	35,637,723	34,728,113
Deferred charges	886,727	990,626
Note receivable - economic development project	<u>1,259,240</u>	<u>1,592,508</u>
Total other assets	<u>38,209,748</u>	<u>37,796,329</u>
Utility plant in service	124,495,415	118,931,813
Construction work in progress	<u>543,521</u>	<u>277,847</u>
	125,038,936	119,209,660
Less accumulated depreciation	<u>(39,868,723)</u>	<u>(38,007,417)</u>
Utility plant, net	<u>85,170,213</u>	<u>81,202,243</u>
Total assets	<u>\$ 132,886,341</u>	<u>\$ 129,515,239</u>

The accompanying notes are an integral
part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
BALANCE SHEETS, CONCLUDED
December 31, 2023 and 2022

LIABILITIES AND MEMBERS' EQUITIES

	<u>2023</u>	<u>2022</u>
Current liabilities:		
Accounts payable	\$ 4,747,569	\$ 5,692,761
Accrued expenses	1,379,945	1,420,905
Customer deposits	1,342,625	1,312,862
Notes payable	1,150,000	-
Current portion of long-term debt	<u>2,872,228</u>	<u>3,186,944</u>
Total current liabilities	<u>11,492,367</u>	<u>11,613,472</u>
Long-term liabilities:		
Long-term debt less current maturities	<u>65,835,713</u>	<u>62,347,738</u>
Total long-term liabilities	<u>65,835,713</u>	<u>62,347,738</u>
Noncurrent liabilities:		
Post retirement benefit obligations	784,228	823,543
Customer advances for construction	<u>451,141</u>	<u>355,083</u>
Total noncurrent liabilities	<u>1,235,369</u>	<u>1,178,626</u>
Members' equities:		
Memberships	591,395	584,700
Patronage capital	51,614,167	51,750,329
Accumulated other comprehensive income	(325,332)	(372,053)
Other equities	<u>2,442,662</u>	<u>2,412,427</u>
Total members' equities	<u>54,322,892</u>	<u>54,375,403</u>
Total liabilities and equity	<u>\$ 132,886,341</u>	<u>\$ 129,515,239</u>

The accompanying notes are an integral
part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
STATEMENTS OF REVENUE

For the years ended December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Operating revenue	\$ <u>60,789,578</u>	\$ <u>65,698,470</u>
Operating expenses:		
Cost of purchases	43,117,262	48,113,103
Distribution - operations	1,521,866	1,762,215
Distribution - maintenance	4,390,518	3,383,090
Consumer accounts	1,417,503	1,377,839
Customer services and informational expense	115,571	117,260
Administrative and general	3,816,950	3,680,503
Depreciation and amortization	4,129,307	3,969,882
Taxes	<u>889,543</u>	<u>887,880</u>
Total operating expenses	<u>59,398,520</u>	<u>63,291,772</u>
Operating margins	1,391,058	2,406,698
Interest on long-term debt to RUS and CFC	<u>2,334,491</u>	<u>1,803,265</u>
Operating margins after fixed charges	(943,433)	603,433
G & T and other capital credits	<u>971,790</u>	<u>1,680,606</u>
Net operating margins	<u>28,357</u>	<u>2,284,039</u>
Nonoperating margins:		
Interest income, net of expenses of \$83,411 in 2023 and \$38,836 in 2022	(2,382)	21,240
Other net nonoperating income (loss)	<u>(63,690)</u>	<u>(23,673)</u>
	<u>(66,072)</u>	<u>(2,433)</u>
Net margins	<u>\$ (37,715)</u>	<u>\$ 2,281,606</u>

The accompanying notes are an integral
part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
 STATEMENTS OF COMPREHENSIVE INCOME
 For the years ended December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Net margins	\$ (37,715)	\$ 2,281,606
Defined benefit pension plans:		
Net gain (loss) during period	28,119	13,707
Amortization of net gain (loss)	<u>18,602</u>	<u>20,303</u>
Other comprehensive income (loss)	46,721	34,010
Total comprehensive income	<u>\$ 9,006</u>	<u>\$ 2,315,616</u>

The accompanying notes are an integral
 part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
STATEMENTS OF PATRONAGE CAPITAL AND MEMBERSHIPS
For the years ended December 31, 2023 and 2022

	Memberships	Patronage Capital	Accumulated Other Comprehensive Income	Other Equities	Total
Balances, January 1, 2022	\$ 575,795	\$ 50,026,995	\$ (406,063)	\$ 2,286,452	\$ 52,483,179
Increase in memberships, net of terminations	8,905	-	-	-	8,905
Net margins for the year ended December 31, 2022	-	2,281,606	-	-	2,281,606
Retirement of patronage capital of estates of deceased members and adjustments	-	-	-	125,975	125,975
Other comprehensive income	-	-	34,010	-	34,010
Distributions of patronage capital	-	(558,272)	-	-	(558,272)
Balances, December 31, 2022	\$ 584,700	\$ 51,750,329	\$ (372,053)	\$ 2,412,427	\$ 54,375,403
Increase in memberships, net of terminations	6,695	-	-	-	6,695
Net margins for the year ended December 31, 2023	-	(37,715)	-	-	(37,715)
Retirement of patronage capital of estates of deceased members and adjustments	-	-	-	30,235	30,235
Other comprehensive income	-	-	46,721	-	46,721
Distributions of patronage capital	-	(98,447)	-	-	(98,447)
Balances, December 31, 2023	<u>\$ 591,395</u>	<u>\$ 51,614,167</u>	<u>\$ (325,332)</u>	<u>\$ 2,442,662</u>	<u>\$ 54,322,892</u>

The accompanying notes are an integral
part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
STATEMENTS OF CASH FLOWS

For the years ended December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Cash flows from operating activities:		
Net margins	\$ (37,715)	\$ 2,281,606
Adjustments to reconcile net income to net cash provided by operating activities:		
Depreciation and amortization	4,129,307	3,969,882
Changes in operating assets and liabilities:		
(Increase) decrease in accounts receivable	1,772,050	(1,311,955)
(Increase) decrease in inventory	(48,190)	(286,510)
(Increase) decrease in prepaid expenses	(19,099)	(12,864)
(Increase) decrease in deferred charges	103,899	89,579
Increase (decrease) in accounts payable	(945,192)	893,813
Increase (decrease) in customer deposits	29,763	111,587
Increase (decrease) in accrued expenses	(40,960)	41,265
Increase (decrease) in customer advances for construction	<u>96,058</u>	<u>35,152</u>
Net cash provided (used) by operating activities	<u>5,039,921</u>	<u>5,811,555</u>
Cash flows from investing activities:		
Purchases of property, plant, and equipment	(7,036,426)	(6,660,318)
Plant removal costs	(1,129,781)	(1,064,314)
Salvage recovered from retirement of plant	161,456	96,915
Investments in subsidiary companies	13,219	(58,989)
(Increase) decrease in other receivable	333,268	333,348
(Increase) decrease in investments in associated organizations and other investments	<u>(909,610)</u>	<u>(525,304)</u>
Net cash provided (used) by investing activities	<u>(8,567,874)</u>	<u>(7,878,662)</u>

The accompanying notes are an integral part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
 STATEMENTS OF CASH FLOWS, CONCLUDED
 For the years ended December 31, 2023 and 2022

	<u>2023</u>	<u>2022</u>
Cash flows from financing activities:		
Memberships issued	\$ 6,695	\$ 8,905
Distributions of patronage capital	(98,447)	(558,272)
Retired capital credits - gain	30,235	125,975
Increase (decrease) in other noncurrent liabilities	(39,315)	13,860
Other debt increase (decrease)	(172,071)	(161,277)
Loan advancements from RUS/FFB/CFC	6,100,000	6,951,000
Principal payments on RUS/FFB/CFC	(2,754,670)	(2,455,232)
Advancements on short term debt	7,269,405	-
Principal payments on short term debt	<u>(6,119,405)</u>	<u>(1,750,000)</u>
Net cash provided (used) by financing activities	<u>4,222,427</u>	<u>2,174,959</u>
Increase (decrease) in cash and cash equivalents	694,474	107,852
Cash and cash equivalents at beginning of year	<u>1,350,180</u>	<u>1,242,328</u>
Cash and cash equivalents at end of year	<u>\$ 2,044,654</u>	<u>\$ 1,350,180</u>
Supplemental disclosures of cash flow information:		
Cash paid during the year for:		
Income taxes	\$ 110,577	\$ 120,554
Interest	\$ 2,334,491	\$ 1,803,265

The accompanying notes are an integral
part of the financial statements.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies:

Principles of Consolidation:

The consolidated financial statements include the accounts of Farmers Rural Electric Cooperative Corporation and its 100% owned subsidiary, Farmers Energy Propane Plus. All material intercompany transactions have been eliminated in consolidation.

General:

The Cooperative maintains its records in accordance with policies prescribed or permitted by Kentucky Public Service Commission and United States Department of Agriculture, Rural Utilities Service, which conform in all material respects with generally accepted accounting principles.

Nature of Business:

Farmers Rural Electric Cooperative Corporation provides electric service in an eleven-county area of south-central Kentucky. The Cooperative grants credit to customers, substantially all of whom are local residents and commercial businesses.

Utility Plant:

Utility plant is stated substantially at original cost, net of contributions, which is the cost when first dedicated to public service. Such cost includes applicable supervisory and overhead cost. The cost of maintenance and repairs, including renewals of minor items of property, is charged to operating expense. The cost of replacement of depreciable property units, as distinguished from minor items, is charged to utility plant. The cost of units of property replaced or retired, including cost of removal, net of any salvage value, is charged to accumulated depreciation. When property is sold, a gain or loss is reflected in income. The major classifications of plant in service at December 31, 2023 and 2022 were:

	<u>2023</u>		<u>2022</u>
Distribution Plant	\$ 107,331,755	\$	102,266,004
General Plant	11,186,754		10,691,455
Other Production Plant	1,502,071		1,502,071
Intangible Plant	<u>3,625</u>		<u>3,625</u>
Electric Plant	120,024,205		114,463,155
Propane Plant	<u>4,471,210</u>		<u>4,468,658</u>
Total Utility Plant	<u>\$ 124,495,415</u>	\$	<u>118,931,813</u>

Materials and Supplies:

Materials and supplies inventories are stated at the lower of cost or net realizable value using the average cost method.

Estimates:

The preparation of financial statements in conformity with generally accepted accounting principles requires the use of management estimates and assumptions that affect the reporting amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements and the reporting amounts of the revenues and expenses during the reporting period. Actual results could differ from those estimates.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies, Continued:

Depreciation:

Provision has been made for depreciation on the basis of estimated lives of assets, using the straight-line method. Distribution plant depreciation is based on a composite rate of three and twenty-four hundredths percent (3.24%) per annum.

The following depreciation rates for the components of the general plant were in effect as of December 31, 2023 and 2022:

Structures and Improvements	2.5%
Office Furniture and Fixtures	20.0%
Transportation and Communication Equipment	14.0%
Power-Operated Equipment	12.0%
Office Equipment and Computers	20.0%
Telephone Equipment	14.0%
Other General Plant	6.0%

Depreciation and amortization expense for the years ended December 31, 2023 and 2022 was \$4,129,307 and \$3,969,882 respectively.

Cost Recovery:

Regulatory requirements authorized by the Kentucky Public Service Commission allow the electric supplier to impose a fuel adjustment surcharge upon the Cooperative. In turn, the Cooperative is required to pass on the fuel surcharge to the consumer. Due to the regulatory requirements in calculating the surcharge the Cooperative may experience an over or under recovery of the fuel adjustment surcharge.

Similarly, the Kentucky Public Service Commission has an environmental cost recovery mechanism that allows the electric supplier to recover certain costs incurred in complying with the Federal Clean Air Act as amended and those federal, state and local environmental requirements which apply to coal combustion wastes and byproducts from facilities utilized for the production of energy from coal. In turn, the Cooperative is required to pass on this environmental cost recovery mechanism to the consumer.

The Cooperative has implemented the Accounting Standards Codification (ASC) No. 980, Accounting for the Effects of Certain Types of Regulation, in the recording of the described regulatory deferred debits. Similarly, in accordance with RUS Bulletin 1767B-1, section 1767.13(d)(3), the deferral of these regulatory items is recorded without the need for prior written approval of RUS.

The amount recorded on the financial statements for the (over) under recovery of the fuel adjustment surcharge was \$763,561 at December 31, 2023, and \$1,383,148 at December 31, 2022. The amount of the (over) under recovery of the environmental cost recovery mechanism at December 31, 2023 and 2022 was \$148,889 and \$385,543, respectively.

Accounts Receivable:

Accounts receivable consists of uncollected amounts due from customers for the sales of electric energy, which are not received by the Cooperative at year-end, billed and unbilled. Based on management's evaluation of uncollected accounts receivable at the end of each year, bad debts are provided for on the allowance method.

Leases

In 2022, the company adopted FASB Topic 842, *Leases*, which established requirements for lease accounting based on the principle that leases are financings of the right to use an underlying asset. A lessee is required to recognize a lease liability and an intangible right to use lease asset, and a lessor is required to recognize a lease receivable and a deferred inflow of resources. As of December 31, 2023, the Company had no leases required to be included on the balance sheet under FASB ASC 842.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

1. Summary of Significant Accounting Policies, Concluded:

Note Receivable – Economic Development Project:

The interest free note receivable from the City of Glasgow, Kentucky with a balance \$111,040 at December 31, 2022, was paid in full during 2023.

In 2019, the Cooperative received a Rural Economic Development loan in the amount of \$2,000,000 without interest, for disbursement to the TJ Samson Community Hospital for construction of the Hospice Home. The balance of the note receivable from TJ Samson at December 31, 2023 and December 31, 2022 was \$1,259,240 and \$1,481,468, respectively. Monthly installments of \$18,519 are due from TJ Samson on the first day of each month beginning September 1, 2020 and continuing until the principal sum has been paid in full.

Income Tax Status:

The Cooperative is exempt from federal and state income taxes under Code Section 501(c)(12) because more than 85% of its revenue is received from members. The Cooperative is responsible for reporting unrelated business income associated with its wholly owned subsidiary Farmers Energy Propane Plus, a limited liability company. For the years ended December 31, 2023 and 2022 income tax expense was approximately \$101,000 and \$115,000 respectively. Farmers Energy Propane Plus uses the same depreciation for book and taxes, therefore, deferred taxes are considered immaterial and are not recorded.

Investment in Subsidiary Companies:

This balance represents the Cooperative's investments in affiliates, together with other Cooperatives, for the purpose of providing other energy services and products. These investments are accounted for using the equity method.

Subsequent Events:

Management has evaluated subsequent events through March 15, 2024 the date which the financial statements were available to be issued. On January 19, 2024, the Cooperative received an \$800,000 advance of funds from Federal Financing Bank (FFB). On February 28, 2024, the Cooperative received a \$600,000 advance of funds from Federal Financing Bank (FFB).

Reclassifications

Certain amounts in the 2022 financial statements were reclassified to conform to the 2023 presentation.

2. Investments in Associated Organizations:

Investments in associated organizations as of December 31, 2023 and 2022 are listed as follows:

	<u>2023</u>	<u>2022</u>
East Kentucky Power Cooperative, Inc.	\$ 33,362,925	\$ 32,564,275
National Rural Utilities Cooperative Finance Corp.	787,515	789,787
Other	<u>1,487,283</u>	<u>1,374,051</u>
Total	<u>\$ 35,637,723</u>	<u>\$ 34,728,113</u>

The Cooperative records patronage capital assigned by associated organizations in the year in which assignments are received. Investments in National Rural Cooperative Finance Corporation consist of a membership fee and capital term certificates which are also valued by patronage capital assigned in the year in which assignments are received.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

3. Cash and Cash Equivalents:

For purposes of the statement of cash flows, the Cooperative considers all highly liquid debt instruments purchased with a maturity of three months or less to be cash equivalents. All deposits in various financial institutions are covered by FDIC or through the insured cash sweep service.

4. Long-Term Debt:

All assets, except motor vehicles are pledged as collateral for the long-term debt to the United States of America and National Rural Utilities Cooperative Finance Corporation under a joint mortgage agreement.

Long-term debt at December 31, 2023 and 2022 consisted of:

	<u>2023</u>	<u>2022</u>
Due United States of America:		
4.353% - 4.898% Mortgage Notes-FFB	\$ 9,224,791	\$ 9,682,836
1.804% - 4.449% Mortgage Notes-FFB	11,689,054	12,217,719
1.927% - 3.877% Mortgage Notes-FFB	14,270,000	14,672,658
1.813% - 4.015% Mortgage Notes-FFB	18,489,862	18,895,429
3.327% - 4.313% Mortgage Notes-FFB	11,062,371	5,000,000
0% Rural Economic Development Loan	<u>1,259,240</u>	<u>1,592,508</u>
Total due United States of America	65,995,318	62,061,150
Due National Rural Utilities Cooperative Finance Corporation:		
3.5 - 4.4% First Mortgage Notes	<u>2,712,623</u>	<u>3,301,461</u>
Total	68,707,941	65,362,611
Less current maturities	<u>(2,872,228)</u>	<u>(3,118,355)</u>
Farmers Rural Electric Cooperative Corporation	<u>\$ 65,835,713</u>	<u>\$ 62,244,256</u>
Due Shelby Propane Plus, LLC 3.25%	\$ -	\$ 172,071
Less current maturities	<u>-</u>	<u>(68,589)</u>
Farmers Energy Propane Plus	<u>\$ -</u>	<u>\$ 103,482</u>
Total all companies	\$ 68,707,941	\$ 65,534,682
Less current maturities	<u>(2,872,228)</u>	<u>(3,186,944)</u>
Total long term consolidated debt	<u>\$ 65,835,713</u>	<u>\$ 62,347,738</u>

In 2003, the Cooperative received approval from the Federal Financing Bank – Rural Utilities Service for loan funds in the amount of \$18,228,000. These loans are for a period of thirty-four years, payable quarterly, and currently bearing interest rates from 4.353% - 4.898%. All funds were advanced to the Cooperative.

In 2008, the Cooperative received approval from the Federal Financing Bank-Rural Utilities Service for loan funds in the amount of \$17,402,000. These loans are for a period of thirty-four years, payable quarterly, and currently bearing interest rates from 1.804% - 4.449%. All funds were advanced to the Cooperative.

In 2013, the Cooperative received approval from the Federal Financing Bank-Rural Utilities Service for loan funds in the amount of \$17,582,000. These loans are for a period of thirty-four years, payable quarterly, and currently bearing interest rates from 1.927% - 3.877%. All funds were advanced to the Cooperative.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

4. Long-Term Debt, Concluded:

In 2017, the Cooperative received approval from the Federal Financing Bank-Rural Utilities Service for loan funds in the amount of \$19,951,000. These loans are for a period of thirty-four years, payable quarterly, and currently bearing interest rates from 1.813% - 4.015%. All funds were advanced to the Cooperative.

In 2021, the Cooperative received approval from the Federal Financing Bank-Rural Utilities Service for loan funds in the amount of \$15,920,000. These loans are for a period of thirty-four years, payable quarterly, and currently bearing interest rates from 3.327%- 4.313%. At December 31, 2023, \$11,062,371 had been advanced to the Cooperative.

In 2014, the Cooperative received a US Department of Agriculture Rural Economic Development Loan in the amount of \$1,000,000 without interest. Monthly installments of \$9,260 are due the last day of the month beginning January 31, 2015 and continuing until the principal sum has been paid in full. This loan was paid in full in 2023.

In 2019, the Cooperative received a US Department of Agriculture Rural Economic Development Loan in the amount of \$2,000,000 without interest. Monthly installments of \$18,519 are due the last day of the month beginning September 30, 2020 and continuing until the principal sum has been paid in full.

In July 2022, Farmers Energy Propane Plus, LLC entered into a 36-month agreement with Shelby Propane Plus, LLC to borrow \$200,000 for the purchase of fixed assets. Principal and interest payments of \$6,097 are due monthly until maturity in August 2025. Interest rates are adjusted annually to match the current rates of the Wall Street Prime minus 1.5 points. The interest rate was 3.25% at December 31, 2022. This loan was paid in full in 2023.

The maturities of long-term debt for each of the five years succeeding the balance sheet are as follows:

2024	\$	2,872,228
2025		2,969,857
2026		3,014,021
2027		2,759,199
2028		3,021,539
2029-2033		14,017,149
2034-2038		13,528,400
2039-2043		10,468,321
2044-2048		9,338,158
2049-2053		5,265,865
2054-2056		1,453,204
Total	\$	<u>68,707,941</u>

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

5. Short-term Debt:

The Cooperative has available a line of credit for short-term loans of up to \$5,000,000 with National Rural Utilities Cooperative Finance Corporation extending to April 10, 2024. The maximum interest rate is to be the prevailing bank prime rate published in the "money rates" column of The Wall Street Journal plus one percent (1%) per annum. At December 31, 2023 and 2022 the balance of the line-of-credit was \$1,150,000 and \$0, respectively.

The Cooperative has available a line of credit for short-term loans of up to \$5,000,000 with CoBank extending to August 31, 2025. Interest is payable monthly as a variable rate of interest established by the lender on the first business day of each week. The balance of the line of credit was \$0 at December 31, 2023 and 2022.

6. Deferred Charges:

The following is a summary of amounts recorded as deferred charges approved by RUS per 1773.33(h) as of December 31, 2023 and 2022 which have been approved in writing by RUS:

<u>Deferred Debits:</u>	<u>2023</u>	<u>2022</u>
Transportation Expense	\$ 12,073	\$ 15,997
GIS-Field Inventory Cost	202,780	237,052
ESRI and EDP costs	48,348	(10,654)
Pension Plan Prepayment	<u>623,526</u>	<u>748,231</u>
	<u>\$ 886,727</u>	<u>\$ 990,626</u>
<u>Deferred Credits:</u>		
Customer Advances for Construction	<u>\$ 451,141</u>	<u>\$ 355,083</u>
	<u>\$ 451,141</u>	<u>\$ 355,083</u>

7. Return of Capital:

Under provisions of the long-term debt agreement, return to patrons of capital contributed by them is limited to amounts which would not allow the total members' equities to be less than thirty percent (30%) of total assets, except that distributions may be made to estates of deceased patrons. The debt agreement provides, however, that should such distributions to estates not exceed twenty-five percent (25%) of net margins for the next preceding year, the Cooperative may distribute the difference between twenty-five percent (25%) and the payments made to such estates.

Capital credit retirements in the amount of \$98,447 and \$558,272 were paid for the years ended December 31, 2023 and 2022, respectively.

8. Other Equities:

At December 31, 2023 and 2022 other equities consisted of retired capital credits – gain, in amounts of \$2,442,662 and \$2,412,427, respectively.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

9. Pension Plan:

Narrative Description

The Retirement Security Plan (RS Plan), sponsored by the National Rural Electric Cooperative Association (NRECA), is a defined benefit pension plan qualified under Section 401 and tax exempt under Section 501(a) of the Internal Revenue Code. It is considered a multi-employer plan under the accounting standards. The plan sponsor's Employer Identification Number is 53-0116145 and the Plan Number is 333.

A unique characteristic of a multi-employer plan compared to a single employer plan is that all plan assets are available to pay benefits of any plan participant. Separate asset accounts are not maintained for participating employers. This means that assets contributed by one employer may be used to provide benefits to employees of other participating employers.

Plan Information

Farmers Rural Electric Cooperative Corporation contributions to the RS Plan in 2023 and in 2022 represented less than 5 percent of the total contributions made to the RS Plan by all participating employers. Farmers Rural Electric Cooperative Corporation made contributions to the RS Plan of \$544,120 in 2023 and \$599,478 in 2022. There have been no significant changes that affect the comparability of 2023 and 2022 contributions.

For the RS Plan, a "zone status" determination is not required, and therefore not determined, under the Pension Protection Act (PPA) of 2006. In addition, the accumulated benefit obligations and plan assets are not determined or allocated separately by individual employer. In total, the RS Plan was over 80% funded at January 1, 2023 and over 80% funded at January 1, 2022 based on the PPA funding target and PPA actuarial value of assets on those dates.

Because the provisions of the PPA do not apply to the RS Plan, funding improvement plans and surcharges are not applicable. Future contribution requirements are determined each year as part of the actuarial valuation of the plan and may change as a result of the plan experience.

Footnote: RS Plan Prepayment Option

At the December 2012 meeting of the I&FS Committee of the NRECA Board of Directors, the Committee approved an option to allow participating cooperatives in the RS Plan to make a contribution prepayment and reduce future required contributions. The prepayment amount is a cooperative's share, as of January 1, 2013, of future contributions required to fund the RS Plan's unfunded value of benefits earned to date using RS Plan actuarial valuation assumptions. The prepayment amount will typically equal approximately 2.5 times a cooperative's annual RS Plan required contribution as of January 1, 2013. After making the prepayment, for most cooperatives the billing rate is reduced by approximately 25%, retroactive to January 1 of the year in which the amount is paid to the RS Plan. The 25% differential in billing rates is expected to continue for approximately 15 years from January 1, 2013. However, changes in interest rates, asset returns and other plan experience different from expected, plan assumption changes and other factors may have an impact on the differential in billing rates and the 15-year period.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

9. Pension Plan, Concluded:

The Cooperative has two separate 401(K) Plans. The first 401(K) Plan is for those employees hired before January 1, 2012. The terms of the Plan call for an elective contribution from employees of 0.5% - 1.0% or more of their salaries while the Cooperative matches 100% of employees' contributions up to 1.0%. The second 401(K) Plan is for those employees hired on or after January 1, 2012. The Cooperative makes a 6.0% base contribution to this second plan. Also, the terms of the Plan call for an elective contribution from employees of 1.0% - 4.0% or more of their salaries while the Cooperative matches 100% of employees' contributions up to 4.0%. Both 401k plans offer the employees the option to make Roth contributions. Total employer contributions for all Plans for 2023 and 2022 were \$188,854 and \$141,243 respectively. Total employee contributions for all Plans for 2023 and 2022 were \$273,814 and \$250,026, respectively.

All full-time employees of Farmers Energy Propane Plus are eligible to participate in a 401(k) and Profit-Sharing Plan. The Company makes a matching contribution of up to 5% annual wages to the plan, total contributions were \$93,234 in 2023 and \$102,727 in 2022.

10. Provision for Income Taxes:

The Cooperative follows the recognition requirements for uncertain income tax positions as required by generally accepted accounting principles. The Cooperative has no tax position at December 31, 2023 for which the ultimate deductibility is highly certain but for which there is uncertainty about the timing of such deductibility. The Cooperative's policy is to classify income tax related interest and penalties in interest expense and other expenses, respectively. No such interest or penalties were recognized during the periods presented. The Cooperative files income tax returns in the U.S. federal jurisdiction, and various state and local jurisdictions. The Cooperative is no longer subject to U.S. federal, state and local income tax examinations by tax authorities for years before 2020.

11. Related Party Transactions:

The Cooperative is a member of the National Rural Utilities Cooperative Finance Corporation, which furnishes a portion of the Cooperative's financing.

The Cooperative is a member of East Kentucky Power Cooperative which is a generation and transmission cooperative. The Cooperative has entered into an agreement with East Kentucky Power Cooperative to supply substantially all of the Cooperative's future power needs. Under its wholesale power agreement, the Cooperative has agreed to purchase the majority of its electric power and energy requirements from East Kentucky Power Cooperative until January 2051. Changes in rates are refunded to or recovered from the Cooperative's customers through a cost of power adjustment.

The Cooperative leases to its wholly owned subsidiary, Farmers Energy Propane Plus, the land where its facilities are located on an annual basis. Total rental income under this lease for the years ended December 31, 2023 and 2022 was \$18,624 and \$18,624 respectively.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

12. Postretirement Benefit Plans:

The Cooperative provides certain retired employees with postretirement health care benefits. Employees who elect to retire between the ages of 62 and 65, and who have completed 15 or more years of employment with the Cooperative, may continue medical coverage and dental coverage through the Cooperative until they attain the age of 65 or are eligible for Medicare. At that point, the retired employee shall cease to be eligible for coverage under the Cooperative's medical and dental plans.

The annual measurement date is December 31 for other postretirement benefits. The following tables provide information about changes in the benefit obligation and plan assets and the funded status of the Cooperative's postretirement benefit plan:

	<u>2023</u>	<u>2022</u>
Accumulated Benefit Obligation		
Projected benefit obligation at end of year	\$ 784,228	\$ 823,543
Fair Value of plan assets at end of year	-	-
Unfunded status at end of year	<u>\$ 784,228</u>	<u>\$ 823,543</u>
Amounts recognized in the balance sheet		
Unfunded status	\$ 784,228	\$ 823,543
Current liabilities	-	-
Noncurrent liabilities	<u>\$ 784,228</u>	<u>\$ 823,543</u>
Change in Accumulated Benefit Obligation		
Accumulated post-retirement benefit obligation at beginning of year	\$ 823,543	\$ 844,835
Service cost	4,664	4,650
Interest cost	29,997	28,824
Actuarial loss (gain)	(28,119)	(13,707)
Amortization of transition obligation	-	-
Amortization of net actuarial loss (gain)	-	-
Disbursements	(45,857)	(41,059)
Accumulated post-retirement benefit obligation at end of year	<u>\$ 784,228</u>	<u>\$ 823,543</u>

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

12. Postretirement Benefit Plans, Concluded:

Change in plan assets and benefit obligations recognized in other comprehensive income

	<u>2023</u>	<u>2022</u>
Beginning of year	\$ 372,053	\$ 406,063
Net loss (gain)	(28,119)	(13,707)
Amortization of net loss (gain)	(18,602)	(20,303)
Amortization of transition obligation	-	-
Total recognized in other comprehensive income	<u>(46,721)</u>	<u>(34,010)</u>
End of year	<u>\$ 325,332</u>	<u>\$ 372,053</u>

Amounts recognized in accumulated other comprehensive income

Net loss (gain)	\$ 372,053	\$ 372,053
Transition obligation	-	-
	<u>\$ 372,053</u>	<u>\$ 372,053</u>

Net periodic benefit cost

Service cost	\$ 4,665	\$ 4,650
Interest cost	30,378	28,824
Amortization of transition obligation	-	-
Amortization of net actuarial gain	16,267	20,303
Net periodic benefit cost	<u>\$ 51,310</u>	<u>\$ 53,777</u>

Amounts in other comprehensive income expected to be realized in 2024

Amortization of net loss (gain)	\$ 15,073	
Amortization of transition obligation	-	
	<u>\$ 15,073</u>	

The discount rate used in determining the accumulated postretirement benefit obligation was 3.5% in 2023 and 4.0% in 2022.

The following expected benefit payments from the plan, which reflect anticipated future services, are as follows:

2024	\$28,440
2025	\$15,073
2026	\$15,940
2027	\$16,817
2028	\$17,699

For measurement purposes, a 6.0% annual medical rate increase was used for the first year. The rate is assumed to decline by .25% per year until level at 3% per year.

A 1% increase in the health care trend rates would have the following effects on the plan:

Postemployment benefit obligation	\$ 832,000	
Net periodic benefit cost	\$ 54,500	

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO CONSOLIDATED FINANCIAL STATEMENTS

13. Revenue Recognition:

Revenue from contracts

Farmers Rural Electric Cooperative Corporation is engaged in the distribution and sale of electricity to residential and commercial customers in 11 counties in south central Kentucky. Revenue from these activities is generated from tariffs approved by the PSC. FRECC satisfies their performance obligation upon the delivery of electricity to customers. Revenue is recognized over-time as the customer simultaneously receives and consumes the benefits provided by FRECC. Customers are billed monthly and outstanding amounts are typically due within 18 days of the date of the bill.

Significant judgments

Farmers Rural Electric Cooperative Corporation bills all customers for electricity used from the first day of the month to the first day of the following month. The amount of revenue recognized each month is equal to the actual customer usage multiplied by the approved tariff rate, plus any additional regulatory charges. This method of revenue recognition presents fairly, FRECC's transfer of electricity to customers as the amount recognized is based on actual volumes delivered and the tariff rate per-unit of energy and any applicable fixed charges set by the PSC.

Performance Obligations

Farmers Rural Electric Cooperative Corporation customers generally have no minimum purchase commitments, and the Coop recognizes revenue as each performance obligation is satisfied. Performance obligations are limited to the service requested and received to date. Accordingly, there are no unsatisfied performance obligations to recognize as of December 31, 2023 and December 31, 2022.

Disaggregation of Revenue

The following table shows Farmers Rural Electric Cooperative Corporation's revenues from contracts with customers disaggregated by customer class, for the years ended December 31, 2023 and 2022.

	<u>2023</u>		<u>2022</u>
Residential	\$ 37,496,037	\$	41,695,112
Small commercial	9,025,012		9,282,632
Large commercial	9,199,835		9,312,851
Public lights	103,815		95,728
Other	697,992		722,161
Propane	4,266,887		4,589,986
Total	<u>\$ 60,789,578</u>	<u>\$</u>	<u>65,698,470</u>

Contract assets and liabilities

Contract assets include unbilled pole attachments and are included in other receivables. The balances in contract assets were \$65,827 and \$225,219 as of December 31, 2023 and 2022, respectively. Contract liabilities include prepaid customer balances. The balances in contract liabilities were \$1,205,131 and \$1,139,215 as of December 31, 2023 and 2022, respectively.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
 SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
 For the Year Ended December 31, 2023

<i>Federal Grantor/Program or Cluster Title</i>	<i>Federal Assistance Listing Number</i>	<i>Grant ID Number</i>	<i>Federal Expenditures(\$)</i>
<i>Other Programs</i>			
Department of Homeland Security			
Disaster Grants - Public Assistance (Presidentially Declared Disasters)	97.036	DHS-FEMA-4702-DR-KY	\$ 1,076,886
Total Disaster Grants - Public Assistance (Presidentially Declared Disasters)			<u>1,076,886</u>
<i>Total Department of Homeland Security</i>			<u>1,076,886</u>
<i>Total Other Programs</i>			<u>1,076,886</u>
<i>Total Expenditures of Federal Awards</i>			<u>\$ 1,076,886</u>

The accompanying notes are an integral part of this schedule

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
NOTES TO SCHEDULE OF EXPENDITURES OF FEDERAL AWARDS
For the Year Ended December 31, 2023

1. Basis of Presentation

The accompanying schedule of expenditures of federal awards includes the federal award activity of Farmers Rural Electric Cooperative Corporation under programs of the federal government for the year ended December 31, 2023. The information in this schedule is presented in accordance with the requirements of Title 2 U.S. *Code of Federal Regulations Part 200, Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Because the Schedule presents only a selected portion of the operations of the Cooperative it is not intended to and does not present the financial position, changes in financial position, or cash flows of Farmers Rural Electric Cooperative Corporation.

2. Summary of Significant Accounting Policies

Expenditures reported on the Schedule are reported on the accrual basis of accounting. Such expenditures are recognized following the cost principles contained in the Uniform Guidance, where in certain types of expenditures are not allowable or are limited as to reimbursement.

3. Indirect Cost Rate

Farmers Rural Electric Cooperative Corporation has elected not to use the 10% de minimis cost rate as allowed under the Uniform Guidance.

4. Subrecipients

No awards were passed through to subrecipients during the year ended December 31, 2023.

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
 SCHEDULE OF FINDINGS AND QUESTIONED COSTS
 For the Year Ended December 31, 2023

I. SUMMARY OF AUDITOR'S RESULTS

Financial Statements

Type of report the auditor issued on whether the financial statements audited were prepared in accordance with

GAAP: Unmodified

Internal control over financial reporting:

- Material weakness(es) identified? Yes No
- Significant deficiencies identified that are not considered to be material weaknesses? Yes None reported
- Noncompliance material to financial statements noted? Yes No

Federal Awards

Internal control over major programs:

- Material weakness(es) identified? Yes No
- Significant deficiencies identified that are not considered to be material weaknesses? Yes None reported

Type of auditor's report issued on compliance for major programs: Unmodified

Any audit findings disclosed that are required to be reported in accordance with 2 CFR 200.516(a)? Yes No

Dollar threshold used to distinguish Between type A and type B programs: \$750,000

Auditee qualified as low-risk auditee? Yes No

Identification of Major Programs:

Federal Grantor/Program Title	Assistance Listing Number
Department of Homeland Security Disaster Grants – Public Assistance (Presidentially Declared Disasters)	97.036

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
SCHEDULE OF FINDINGS AND QUESTIONED COSTS, CONCLUDED
For the Year Ended December 31, 2023

II. FINANCIAL STATEMENT FINDINGS

None reported.

III. FEDERAL AWARD FINDINGS AND QUESTIONED COSTS

None reported.

IV. NONCOMPLIANCE MATERIAL TO THE FINANCIAL STATEMENTS

None reported.

V. PRIOR YEAR AUDIT FINDINGS

None reported.



INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE FOR EACH MAJOR PROGRAM
AND ON INTERNAL CONTROL OVER COMPLIANCE REQUIRED BY THE UNIFORM GUIDANCE

To the Board of Directors
Farmers Rural Electric Cooperative Corporation

Report on Compliance for Each Major Federal Program

Opinion on Each Major Federal Program

We have audited Farmers Rural Electric Cooperative Corporation's compliance with the types of compliance requirements identified as subject to audit in the *OMB Compliance Supplement* that could have a direct and material effect on each of Farmers Rural Electric Cooperative Corporation's major federal programs for the year ended December 31, 2023. Farmers Rural Electric Cooperative Corporation's major federal programs are identified in the summary of auditor's results section of the accompanying schedule of findings and questioned costs.

In our opinion, Farmers Rural Electric Cooperative Corporation, complied, in all material respects, with the types of compliance requirements referred to above that could have a direct and material effect on each of its major federal programs for the year ended December 31, 2023.

Basis for Opinion on Each Major Federal Program

We conducted our audit of compliance in accordance with auditing standards generally accepted in the United States of America; the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States; and the audit requirements of Title 2 U.S. Code of Federal Regulations Part 200, *Uniform Administrative Requirements, Cost Principles, and Audit Requirements for Federal Awards* (Uniform Guidance). Our responsibilities under those standards and the Uniform Guidance are further described in the Auditor's Responsibilities for the Audit of Compliance section of our report.

We are required to be independent of Farmers Rural Electric Cooperative Corporation and to meet our other ethical responsibilities, in accordance with 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 opinion on compliance for each major federal program. Our audit does not provide a legal determination of Farmers Rural Electric Cooperative Corporation's compliance with the compliance requirements referred to above.

Responsibilities of Management for Compliance

Management is responsible for compliance with the requirements referred to above and for the design, implementation, and maintenance of effective internal control over compliance with the requirements of laws, statutes, regulations, rules and provisions of contracts or grant agreements applicable to the Farmers Rural Electric Cooperative Corporation's federal programs.

Auditor's Responsibilities for the Audit of Compliance

Our objectives are to obtain reasonable assurance about whether material noncompliance with the compliance requirements referred to above occurred, whether due to fraud or error, and express an opinion on Farmers Rural Electric Cooperative Corporation's compliance based on our audit. 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 generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance will always detect material noncompliance when it exists. The risk of not detecting material noncompliance resulting from fraud is higher than for that resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Noncompliance with the compliance requirements referred to above is considered material if there is a substantial likelihood that, individually or in the aggregate, it would influence the judgment made by a reasonable user of the report on compliance about Farmers Rural Electric Cooperative Corporation's compliance with the requirements of each major federal program as a whole.

In performing an audit in accordance with generally accepted auditing standards, *Government Auditing Standards*, and the Uniform Guidance, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material noncompliance, 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 Farmers Rural Electric Cooperative Corporation's compliance with the compliance requirements referred to above and performing such other procedures as we considered necessary in the circumstances.
- Obtain an understanding of Farmers Rural Electric Cooperative Corporation's internal control over compliance relevant to the audit in order to design audit procedures that are appropriate in the circumstances and to test and report on internal control over compliance in accordance with the Uniform Guidance, but not for the purpose of expressing an opinion on the effectiveness of Farmers Rural Electric Cooperative Corporation's internal control over compliance. Accordingly, no such opinion is expressed.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and any significant deficiencies and material weaknesses in internal control over compliance that we identified during the audit.

Report on Internal Control over Compliance

A deficiency in internal control over compliance exists when the design or operation of a control over compliance does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, noncompliance with a type of compliance requirement of a federal program on a timely basis. *A material weakness in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance, such that there is a reasonable possibility that material noncompliance with a type of compliance requirement of a federal program will not be prevented, or detected and corrected, on a timely basis. *A significant deficiency in internal control over compliance* is a deficiency, or a combination of deficiencies, in internal control over compliance with a type of compliance requirement of a federal program that is less severe than a material weakness in internal control over compliance, yet important enough to merit attention by those charged with governance.

Our consideration of internal control over compliance was for the limited purpose described in the Auditor's Responsibilities for the Audit of Compliance section above and was not designed to identify all deficiencies in internal control over compliance that might be material weaknesses or significant deficiencies in internal control over compliance. Given these limitations, during our audit we did not identify any deficiencies in internal control over compliance that we consider to be material weaknesses, as defined above. However, material weaknesses or significant deficiencies in internal control over compliance may exist that were not identified.

Our audit was not designed for the purpose of expressing an opinion on the effectiveness of internal control over compliance. Accordingly, no such opinion is expressed.

The purpose of this report on internal control over compliance is solely to describe the scope of our testing of internal control over compliance and the results of that testing based on the requirements of the Uniform Guidance. Accordingly, this report is not suitable for any other purpose.

Campbell, Myers and Ratledge, PLLC

Glasgow, Kentucky

March 15, 2024



CAMPBELL, MYERS AND RUTLEDGE, PLLC

Cindy L. Greer, CPA ▪ R. Brent Billingsley, CPA ▪ Ryan A. Mosier, CPA

Skip R. Campbell, CPA ▪ L. Joe Rutledge, CPA ▪ Jenna B. Glass, CPA ▪ Jordan T. Constant, CPA ▪ Lane S. Norris, CPA

Independent Auditors' Report
on Consolidating Information

Board of Directors
Farmers Rural Electric
Cooperative Corporation
Glasgow, Kentucky

We have audited the consolidated financial statements of Farmers Rural Electric Cooperative Corporation and subsidiary as of and for the year ended December 31, 2023, and our report thereon dated March 15, 2024, which expressed an unmodified opinion on those financial statements appears on pages one and two. Our audits were conducted for the purpose of forming an opinion on the consolidated financial statements as a whole. The consolidating information presented in Schedules I – IV is presented for purposes of additional analysis of the consolidated financial statements rather than to present the financial position, results of operations, and cash flows of the individual companies, and it is not a required part of the consolidated financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the consolidated financial statements. The consolidating information has been subjected to the auditing procedures applied in the audit of the consolidated financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the consolidated financial statements or to the consolidated financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the consolidating information in Schedules I – IV, is fairly stated in all material respects in relation to the consolidated financial statements as a whole.

Campbell, Myers & Rutledge, PLLC

Certified Public Accountants
Glasgow, Kentucky

March 15, 2024

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
SCHEDULE I – CONSOLIDATING BALANCE SHEET
December 31, 2023

ASSETS	Farmers Rural Electric Cooperative Corporation, Inc.	Farmers Energy Propane Plus	Consolidating Entries	Consolidated Totals
Current assets:				
Cash	\$ 1,439,052	\$ 605,602	\$ -	\$ 2,044,654
Accounts and notes receivable, less allowance for doubtful accounts of \$77,285 in 2023	5,145,243	312,151	-	5,457,394
Materials and supplies, at average cost	1,321,367	347,821	-	1,669,188
Prepaid expenses	239,116	96,028	-	335,144
Total current assets	<u>8,144,778</u>	<u>1,361,602</u>	<u>-</u>	<u>9,506,380</u>
Other assets and investments:				
Goodwill, net of amortization	-	366,442	-	366,442
Investments in subsidiary companies	3,282,429	-	(3,222,813)	59,616
Investments in associated organizations	35,606,365	31,358	-	35,637,723
Deferred charges	886,727	-	-	886,727
Note receivable - economic development project	1,259,240	-	-	1,259,240
	<u>41,034,761</u>	<u>397,800</u>	<u>(3,222,813)</u>	<u>38,209,748</u>
Utility plant, at cost				
Utility plant in service	120,024,205	4,471,210	-	124,495,415
Construction work-in-progress	543,521	-	-	543,521
	120,567,726	4,471,210	-	125,038,936
Less accumulated depreciation and amortization	(37,138,728)	(2,729,995)	-	(39,868,723)
Utility plant, net	<u>83,428,998</u>	<u>1,741,215</u>	<u>-</u>	<u>85,170,213</u>
TOTAL ASSETS	<u>\$ 132,608,537</u>	<u>\$ 3,500,617</u>	<u>\$ (3,222,813)</u>	<u>\$ 132,886,341</u>
LIABILITIES AND MEMBERS' EQUITIES				
Current liabilities:				
Accounts payable	\$ 4,694,493	\$ 53,076	\$ -	\$ 4,747,569
Accrued expenses	1,292,711	87,234	-	1,379,945
Customer deposits	1,205,131	137,494	-	1,342,625
Notes payable	1,150,000	-	-	1,150,000
Current portion of long-term debt	2,872,228	-	-	2,872,228
Total current liabilities	<u>11,214,563</u>	<u>277,804</u>	<u>-</u>	<u>11,492,367</u>
Long-term liabilities				
Long-term debt less current maturities	65,835,713	-	-	65,835,713
Total long-term liabilities	<u>65,835,713</u>	<u>-</u>	<u>-</u>	<u>65,835,713</u>
Noncurrent liabilities:				
Post retirement benefit obligations	784,228	-	-	784,228
Customer advances for construction	451,141	-	-	451,141
Total noncurrent liabilities	<u>1,235,369</u>	<u>-</u>	<u>-</u>	<u>1,235,369</u>
Members' equities:				
Memberships	591,395	-	-	591,395
Patronage capital and retained earnings	51,614,167	-	-	51,614,167
Accumulated other comprehensive income	(325,332)	-	-	(325,332)
Other equities	2,442,662	3,222,813	(3,222,813)	2,442,662
Total members' equities	<u>54,322,892</u>	<u>3,222,813</u>	<u>(3,222,813)</u>	<u>54,322,892</u>
TOTAL LIABILITIES AND MEMBERS' EQUITIES	<u>\$ 132,608,537</u>	<u>\$ 3,500,617</u>	<u>\$ (3,222,813)</u>	<u>\$ 132,886,341</u>

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
SCHEDULE II – CONSOLIDATING STATEMENTS OF REVENUE
For the Year Ended December 31, 2023

	Farmers Rural Electric Cooperative Corporation, Inc.	Farmers Energy Propane Plus	Consolidating Entries	Consolidated Totals
Operating revenues	\$ 56,541,315	\$ 4,266,887	\$ (18,624)	\$ 60,789,578
Operating expenses:				
Cost of purchases	41,268,615	1,848,647	-	43,117,262
Distribution - operations	1,521,866	-	-	1,521,866
Distribution - maintenance	4,390,518	-	-	4,390,518
Consumer accounts	1,417,503	-	-	1,417,503
Customer services and informational expense	115,571	-	-	115,571
Administrative and general	2,160,728	1,674,846	(18,624)	3,816,950
Depreciation and amortization	3,885,977	243,330	-	4,129,307
Taxes	869,192	20,351	-	889,543
Total operating expenses	<u>55,629,970</u>	<u>3,787,174</u>	<u>(18,624)</u>	<u>59,398,520</u>
Operating margins	\$ 911,345	\$ 479,713	\$ -	\$ 1,391,058
Interest on long-term debt to RUS and CFC	<u>2,330,605</u>	<u>3,886</u>	<u>-</u>	<u>2,334,491</u>
Operating margins after fixed charges	(1,419,260)	475,827	-	(943,433)
G & T and other capital credits	<u>971,790</u>	<u>-</u>	<u>-</u>	<u>971,790</u>
Net operating margins	<u>\$ (447,470)</u>	<u>\$ 475,827</u>	<u>\$ -</u>	<u>\$ 28,357</u>
Nonoperating margins:				
Interest expense, net of interest income of \$72,217	(11,194)	8,812	-	(2,382)
Other net nonoperating income (loss)	61,989	(1,883)	-	60,106
Income (loss) from equity investments	<u>358,960</u>	<u>-</u>	<u>(482,756)</u>	<u>(123,796)</u>
Total nonoperating margins	<u>409,755</u>	<u>6,929</u>	<u>(482,756)</u>	<u>(66,072)</u>
Net margins	<u>\$ (37,715)</u>	<u>\$ 482,756</u>	<u>\$ (482,756)</u>	<u>\$ (37,715)</u>

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
SCHEDULE III – CONSOLIDATING BALANCE SHEETS
December 31, 2022

ASSETS	Farmers Rural Electric Cooperative Corporation, Inc.	Farmers Energy Propane Plus	Consolidating Entries	Consolidated Totals
Current assets:				
Cash	\$ 948,947	\$ 401,233	\$ -	\$ 1,350,180
Accounts and notes receivable, less allowance for doubtful accounts of \$83,651 in 2022	6,924,573	304,871	-	7,229,444
Materials and supplies, at average cost	1,268,633	352,365	-	1,620,998
Prepaid expenses	247,735	68,310	-	316,045
Total current assets	<u>9,389,888</u>	<u>1,126,779</u>	<u>-</u>	<u>10,516,667</u>
Other assets and investments:				
Goodwill, net of amortization	-	412,247	-	412,247
Investments in subsidiary companies	2,923,469	-	(2,850,634)	72,835
Investments in associated organizations	34,698,285	29,828	-	34,728,113
Deferred charges	990,626	-	-	990,626
Note receivable-economic development project	1,592,508	-	-	1,592,508
	<u>40,204,888</u>	<u>442,075</u>	<u>(2,850,634)</u>	<u>37,796,329</u>
Utility plant, at cost				
Utility plant in service	114,463,155	4,468,658	-	118,931,813
Construction work-in-progress	277,847	-	-	277,847
	<u>114,741,002</u>	<u>4,468,658</u>	<u>-</u>	<u>119,209,660</u>
Less accumulated depreciation	(35,355,608)	(2,651,809)	-	(38,007,417)
Utility plant, net	<u>79,385,394</u>	<u>1,816,849</u>	<u>-</u>	<u>81,202,243</u>
TOTAL ASSETS	<u>\$ 128,980,170</u>	<u>\$ 3,385,703</u>	<u>\$ (2,850,634)</u>	<u>\$ 129,515,239</u>
LIABILITIES AND MEMBERS' EQUITIES				
Current liabilities:				
Accounts payable	\$ 5,601,303	\$ 91,458	\$ -	\$ 5,692,761
Accrued expenses	1,323,012	97,893	-	1,420,905
Customer deposits	1,139,215	173,647	-	1,312,862
Notes payable	-	-	-	-
Current portion of long-term debt	3,118,355	68,589	-	3,186,944
Total current liabilities	<u>11,181,885</u>	<u>431,587</u>	<u>-</u>	<u>11,613,472</u>
Long-term liabilities				
Long-term debt less current maturities	62,244,256	103,482	-	62,347,738
Total long-term liabilities	<u>62,244,256</u>	<u>103,482</u>	<u>-</u>	<u>62,347,738</u>
Noncurrent liabilities:				
Post retirement benefit obligations	823,543	-	-	823,543
Customer advances for construction	355,083	-	-	355,083
Total noncurrent liabilities	<u>1,178,626</u>	<u>-</u>	<u>-</u>	<u>1,178,626</u>
Members' equities:				
Memberships	584,700	-	-	584,700
Patronage capital and retained earnings	51,750,329	-	-	51,750,329
Accumulated other comprehensive income	(372,053)	-	-	(372,053)
Other equities	2,412,427	2,850,634	(2,850,634)	2,412,427
Total members' equity	<u>54,375,403</u>	<u>2,850,634</u>	<u>(2,850,634)</u>	<u>54,375,403</u>
TOTAL LIABILITIES AND MEMBERS' EQUITY	<u>\$ 128,980,170</u>	<u>\$ 3,385,703</u>	<u>\$ (2,850,634)</u>	<u>\$ 129,515,239</u>

FARMERS RURAL ELECTRIC COOPERATIVE CORPORATION AND SUBSIDIARY
SCHEDULE IV – CONSOLIDATING STATEMENTS OF REVENUE
For the Year Ended December 31, 2022

	Farmers Rural Electric Cooperative Corporation, Inc.	Farmers Energy Propane Plus	Consolidating Entries	Consolidated Totals
Operating revenues	\$ 61,127,108	\$ 4,589,986	\$ (18,624)	\$ 65,698,470
Operating expenses:				
Cost of purchases	45,844,519	2,268,584	-	48,113,103
Distribution - operations	1,762,215	-	-	1,762,215
Distribution - maintenance	3,383,090	-	-	3,383,090
Consumer accounts	1,377,839	-	-	1,377,839
Customer services and informational expense	117,260	-	-	117,260
Administrative and general	2,176,147	1,522,980	(18,624)	3,680,503
Depreciation	3,728,106	241,776	-	3,969,882
Taxes	873,592	14,288	-	887,880
Total operating expenses	<u>59,262,768</u>	<u>4,047,628</u>	<u>(18,624)</u>	<u>63,291,772</u>
Operating margins	\$ 1,864,340	\$ 542,358	\$ -	\$ 2,406,698
Interest on long-term debt to RUS and CFC	<u>1,800,708</u>	<u>2,557</u>	<u>-</u>	<u>1,803,265</u>
Operating margins after fixed charges	63,632	539,801	-	603,433
G & T and other capital credits	<u>1,680,606</u>	<u>-</u>	<u>-</u>	<u>1,680,606</u>
Net operating margins	<u>\$ 1,744,238</u>	<u>\$ 539,801</u>	<u>\$ -</u>	<u>2,284,039</u>
Nonoperating margins:				
Interest income, net of interest expense of \$38,836	20,889	351	-	21,240
Other net nonoperating income (loss)	31,844	6,047	-	37,891
Income (loss) from equity investments	484,635	-	(546,199)	(61,564)
	<u>537,368</u>	<u>6,398</u>	<u>(546,199)</u>	<u>(2,433)</u>
Net margins	<u>\$ 2,281,606</u>	<u>\$ 546,199</u>	<u>\$ (546,199)</u>	<u>\$ 2,281,606</u>



INDEPENDENT AUDITORS' REPORT ON INTERNAL CONTROL OVER
FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS
BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN
ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

Board of Directors
Farmers Rural Electric
Cooperative Corporation
Glasgow, Kentucky

We have audited, in accordance with the auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the consolidated financial statements of Farmers Rural Electric Cooperative Corporation and subsidiary, which comprise the balance sheets as of December 31, 2023 and 2022 and the related statements of revenue, comprehensive income, patronage capital and memberships, and cash flows for the years then ended, and related notes to the consolidated financial statements, and have issued our report thereon dated March 15, 2024. The financial statements of the subsidiary, Farmers Energy Propane Plus, LLC were not audited in accordance with *Government Auditing Standards*, and accordingly, this report does not include reporting on internal control over financial reporting or instances of reportable noncompliance associated with Farmers Energy Propane Plus, LLC

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered Farmers Rural Electric Cooperative Corporation's internal control over financial reporting (internal control) to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of Farmers Rural Electric Cooperative Corporation's internal control. Accordingly, we do not express an opinion on the effectiveness of Farmers Rural Electric Cooperative Corporation's internal control.

A deficiency in internal control exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. *A material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the entity's financial statements will not be prevented or detected and corrected on a timely basis. *A significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

Report on Compliance and Other Matters

As part of obtaining reasonable assurance about whether Farmers Rural Electric Cooperative Corporation's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

Purpose of this Report

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the entity's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the entity's internal control and compliance. Accordingly, this communication is not suitable for any other purpose.

Campbell, Myers, & Rutledge, PLLC

Certified Public Accountants
Glasgow, Kentucky

March 15, 2024



CAMPBELL, MYERS AND RUTLEDGE, PLLC

Cindy L. Greer, CPA ▪ R. Brent Billingsley, CPA ▪ Ryan A. Mosier, CPA

Skip R. Campbell, CPA ▪ L. Joe Rutledge, CPA ▪ Jenna B. Glass, CPA ▪ Jordan T. Constant, CPA ▪ Lane S. Norris, CPA

INDEPENDENT AUDITOR'S REPORT ON COMPLIANCE WITH ASPECTS
OF CONTRACTUAL AGREEMENTS AND REGULATORY REQUIREMENTS
FOR ELECTRIC BORROWERS

Board of Directors
Farmers Rural Electric
Cooperative Corporation
Glasgow, Kentucky

Independent Auditor's Report

We have audited, in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards* issued by the Comptroller General of the United States, the financial statements of Farmers Rural Electric Cooperative Corporation and subsidiary (FRECC), which comprise the balance sheets as of December 31, 2023 and 2022 and the related statements of revenue, comprehensive income, patronage capital and memberships, and cash flows for the years ended, and the related notes to the financial statements, and have issued our report thereon dated March 15, 2024. In accordance with *Government Auditing Standards*, we have also issued our report dated March 15, 2024, on our consideration of FRECC's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts and grant agreements and other matters. No reports other than the reports referred to above have been furnished to management.

In connection with our audit, nothing came to our attention that caused us to believe that FRECC failed to comply with the terms, covenants, provisions, or conditions of their loan, grant, and security instruments as set forth in 7 CFR Part 1773, *Policy on Audits of Rural Utilities Service Borrowers and Grantees*, S1773.33, insofar as they relate to accounting matters as enumerated below. However, our audit was not directed primarily toward obtaining knowledge of noncompliance. Accordingly, had we performed additional procedures, other matters may have come to our attention regarding FRECC's noncompliance with the above-referenced terms, covenants, provisions, or conditions of the contractual agreements and regulatory requirements, insofar as they relate to accounting matters. In connection with our audit, we noted no matters regarding FRECC's accounting and records to indicate that FRECC did not:

Maintain adequate and effective accounting procedures;

Utilize adequate and fair methods for accumulating and recording labor, material, and overhead costs, and the distribution of these costs to construction, retirement, and maintenance or other expense accounts;

Reconcile continuing property records to the controlling general ledger plant accounts; Clear construction accounts and accrue depreciation on completed construction;

Record and properly price the retirement of plant;

Seek approval of the sale, lease or transfer of capital assets and disposition of proceeds for the sale or lease of plant, material, or scrap;

Maintain adequate control over materials and supplies;

Prepare accurate and timely Financial and Operating Reports;

Obtain written RUS approval to enter into any contract for the management, operation, or maintenance of the borrower's system if the contract covers all or substantially all of the electric system;

Disclose material related party transactions in the financial statements, in accordance with requirements for related parties in generally accepted accounting principles;

Record depreciation in accordance with RUS requirements (See RUS Bulletin 183-1, Depreciation Rates and Procedures);

Comply with the requirements for the detailed schedule of deferred debits and deferred credits; and

Comply with the requirements for the detailed schedule of investments. A detailed schedule of investments is as follows:

Farmers Energy Propane LLC is a limited liability company which sells propane gas.

Farmers Rural Electric Cooperative Corporation accounts for the investment of their wholly owned subsidiary on the equity basis.

Investment in Subsidiary Company:		
Original Investment Cost - 1997	\$	225,000
Investment Advances/(Withdrawals):		
1998-2001		555,000
12/31/2018		(73,823)
12/31/2019		(23,640)
12/31/2020		(29,022)
12/31/2021		(51,894)
12/31/2022		(120,554)
12/31/2023		(110,577)
		<u>145,490</u>
Total Contributions:	\$	<u>370,490</u>
Undistributed (Losses) Earnings:		
Prior Years' Earnings	\$	1,172,741
12/31/2019		91,159
12/31/2020		230,227
12/31/2021		329,241
12/31/2022		546,199
12/31/2023		482,756
Total Undistributed (Losses) Earnings:		2,852,323
Original Investment and Investment Activities:		<u>370,490</u>
Book Value 12/31/23	\$	<u>3,222,813</u>

The purpose of this report is solely to communicate, in connection with the audit of the financial statements, on compliance with aspects of contractual agreements and the regulatory requirements for electric borrowers based on the requirements of 7CFR Part 1773, *Policy on Audits of Rural Utilities Service Borrowers and Grantees*. Accordingly, this report is not suitable for any other purpose.

Campbell, Myers & Rutledge, PLLC

Glasgow, Kentucky

March 15, 2024