

NEBRASKA EDUCATIONAL SAVINGS PLAN TRUST-
NEST Direct College Savings Plan
FINANCIAL STATEMENTS AND
INDEPENDENT AUDITOR'S REPORT
For the year ended December 31, 2022

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INDEPENDENT AUDITOR'S REPORT

To the Trustee, Program Manager, Investment Manager, and
Participants and Beneficiaries of the NEST Direct College Savings Plan

Report on the Financial Statements

Opinion

We have audited the accompanying statement of fiduciary net position of the NEST Direct College Savings Plan (the Plan) which is part of the Nebraska Educational Savings Plan Trust (the Trust), as of December 31, 2022, and the related statement of changes in fiduciary net position, and related notes to the financial statements, which collectively comprise the Plan's basic financial statements as listed in the table of contents for the year ended December 31, 2022.

In our opinion, the accompanying financial statements, present fairly, in all material respects, the respective fiduciary net position of the Plan, as of December 31, 2022, and the respective changes in fiduciary net position, and related notes to the financial statements for the year then ended in accordance with accounting principles generally accepted in the United States of America.

Emphasis of Matter

As discussed in Note A, the financial statements present only the NEST Direct College Savings Plan, and are not intended to present fairly the financial position of the Nebraska Educational Savings Plan Trust as a whole and the results of its operations in conformity with accounting principles generally accepted in the United States of America. Our opinion is not modified with respect to this matter.

Basis for Opinion

We conducted our audit in accordance with auditing standards generally accepted in the United States of America (GAAS) 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 the Plan 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

The Plan's 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 the Plan's ability to continue as a going concern for one year after the date that the financial statements are issued.

Auditor's Responsibility for the Audit of the Financial Statements

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

In performing an audit in accordance with GAAS, we:

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

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

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis on pages 5 and 6 be presented to supplement the basic financial statements.

Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the Governmental Accounting Standards Board who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context.

We have applied certain limited procedures to the required supplementary information in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming an opinion on the financial statements that comprise the Plan's basic financial statements. The schedule of investments and schedule of participant contributions and transfers in and participant distributions and transfers out are presented for the purpose of additional analysis and are not a required part of the basic financial statements.

The schedule of investments and schedule of participant contributions and transfers in and participant distributions and transfers out is the responsibility of management and were derived from and related directly to the underlying accounting and other records used to prepare the basic financial statements. Such information has been subjected to 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 schedule of investments and schedule of participant contributions and transfers in and participant distributions and transfers out are fairly stated, in all material respects, in relation to the basic 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 April 5, 2023, on our consideration of the Plan'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 the Plan's internal control over financial reporting and compliance.

Hayes & Associates, LLC

Hayes & Associates, L.L.C.
Omaha, Nebraska
April 5, 2023

Management's Discussion and Analysis

The Nebraska State Treasurer's Office provides this Management's Discussion and Analysis of the Plan's annual financial statements. This narrative overview and analysis of the financial activities of the Plan is for the year ended December 31, 2022. We encourage readers to consider this information in conjunction with the Plan's financial statements, which follow this section.

Using these Financial Statements

This discussion and analysis is intended to serve as an introduction to the Plan's financial statements, which consist of the Statement of Fiduciary Net Position, Statement of Changes in Fiduciary Net Position, and Notes to the Financial Statements. These financial statements provide information about the activities of the Plan as a whole and of the Investment Options within the Plan and are based on the accrual basis of accounting.

The financial statements are further described as follows:

The Statement of Fiduciary Net Positions presents the assets, liabilities and net position of the Plan.

The Statement of Changes in Fiduciary Net Position presents the income, expenses, realized and unrealized gain/loss, and ending net position as a resulting of the operations of the Plan.

The Notes to Financial Statements provide additional information essential to a full understanding of the data provided in the financial statements.

Financial Analysis of the Plan

During the year ended December 31, 2022, the Plan received \$797,179,439 in contributions, exchanges, and transfers and made disbursements for distributions, exchanges, and transfers of \$864,529,913 to participants and beneficiaries. The Plan's financial activity for the year ended December 31, 2022, resulted in a decrease in net position of \$466,222,160.

Total additions decreased due to lower participant contributions, and a net decrease in the fair value of investments. Market returns were generally lower in 2022. Lower participant distributions and lower administrative expenses did not offset the lower market returns, resulting in a decrease in net position in 2022.

Condensed financial information as of and for the year ended December 31, 2022, and the year ended December 31, 2021, is as follows:

	<u>December 31, 2022</u>	<u>December 31, 2021</u>
Cash and investments	\$ 2,284,168,747	\$ 2,751,751,901
Dividends receivable	2,350,132	893,399
Total assets	<u>2,286,518,879</u>	<u>2,752,645,300</u>
Liabilities	<u>6,754,707</u>	<u>6,658,968</u>
Net Position Held in Trust for Account Owners And Beneficiaries	<u>\$ 2,279,764,172</u>	<u>\$ 2,745,986,332</u>
	<u>For the year ended December 31, 2022</u>	<u>For the year ended December 31, 2021</u>
Additions:		
Contributions/Exchanges/Transfers	\$ 797,179,439	\$ 1,005,500,710
Net increase/(decrease) in fair value of investments	(467,071,082)	219,238,389
Dividends and mutual fund distributions	<u>70,592,488</u>	<u>77,368,856</u>
Total additions	<u>400,700,845</u>	<u>1,302,107,955</u>
Deductions:		
Distributions/Exchanges/Transfers	864,529,913	1,075,868,766
Administrative expenses	<u>2,393,092</u>	<u>2,580,559</u>
Total deductions	<u>866,923,005</u>	<u>1,078,449,325</u>
Net increase/(decrease)	(466,222,160)	223,658,630
Net Position Held in Trust for Account Owners And Beneficiaries - Beginning of Period	<u>2,745,986,332</u>	<u>2,522,327,702</u>
Net Position Held in Trust for Account Owners And Beneficiaries - End of Period	<u>\$ 2,279,764,172</u>	<u>\$ 2,745,986,332</u>

CONTACTING THE NEBRASKA STATE TREASURER'S OFFICE

This financial report is designed to present users with a general overview of the Plan's finances and to demonstrate the Plan's accountability for the funds held in custody. If you have questions about the report or need additional information, please contact the Nebraska State Treasurer's Office at their College Savings Division located in the Nebraska State Capitol, Room 2005, P.O. Box 94788, Lincoln, NE 68509-4788.

Nebraska Educational Savings Plan Trust
 NEST Direct College Savings Plan
 STATEMENT OF FIDUCIARY NET POSITION
 December 31, 2022

ASSETS	
Cash	\$ 6,536,637
Investments:	
Cost	2,726,678,456
Unrealized gain/loss - investments	(449,046,346)
Total investments	<u>2,277,632,110</u>
Dividends receivable	2,350,132
Total assets	<u>2,286,518,879</u>
 LIABILITIES	
Payables:	
Distributions	4,786,334
Accrued expenses	1,968,373
Total liabilities	<u>6,754,707</u>
 NET POSITION HELD IN TRUST	
FOR ACCOUNT OWNERS AND BENEFICIARIES	<u><u>\$ 2,279,764,172</u></u>

See accompanying notes and independent auditor's report.

Nebraska Educational Savings Plan Trust
 NEST Direct College Savings Plan
 STATEMENT OF CHANGES IN FIDUCIARY NET POSITION
 For the year ended December 31, 2022

Net Position Held in Trust for Account Owners And Beneficiaries - Beginning of Period	\$ 2,745,986,332
Receipts	
Contributions/Exchanges/Transfers	797,179,439
Investment income:	
Dividends and mutual fund distributions	70,592,488
Realized gain/loss	(18,024,736)
Unrealized gain/loss- investments	(449,046,346)
Total receipts	400,700,845
Disbursements:	
Administrative Expenses:	
Program management fees	1,909,414
State administrative fees	483,678
Distributions/Exchanges/Transfers	864,529,913
Total Disbursements	866,923,005
Net Position Held in Trust for Account Owners And Beneficiaries - End of Period	\$ 2,279,764,172

See accompanying notes and independent auditor's report.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS
For the year ended December 31, 2022

NOTE A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

1. Reporting Entity

The Nebraska Educational Savings Plan Trust (the Trust), established on January 1, 2001, is designed to qualify as a tax-advantaged qualified tuition program under Section 529 of the Internal Revenue Code of 1986, as amended.

The NEST Direct College Savings Plan (the Plan) is part of the Nebraska Educational Savings Plan Trust. The Trust was established in accordance with Nebraska Legislative Bill 1003 (the Act), as amended, to encourage the investment of funds to be used for qualified higher education expenses at eligible educational institutions. The Trust is comprised of three funds: the Expense Fund, the Administrative Fund, and the Program Fund. The Plan is a series of the Program Fund of the Trust. The Bloomwell 529 Education Savings Plan, the NEST Advisor College Savings Plan, and the State Farm 529 Savings Plan are each a separate class of accounts in the Trust and are not included in the accompanying financial statements. The Expense Fund and the Administrative Fund are also not included in the accompanying financial statements. Accounts in the Plan have not been registered with the Securities and Exchange Commission or with any state securities commission pursuant to exemptions from registration available for securities issued by a public instrumentality of a state.

The financial statements presented reflect only the NEST Direct College Savings Plan Series as part of the Nebraska Educational Savings Plan Trust and are not intended to present fairly the financial position of the Trust as a whole and the results of its operations in conformity with accounting principles generally accepted in the United States of America.

The Act authorizes and appoints the Nebraska State Treasurer as Trustee and responsible for the overall administration of the Plan. The State Treasurer has entered into a management contract with Union Bank and Trust Company (the Program Manager). Under the contract, the Program Manager provides day-to-day administrative and recordkeeping services to the Plan. The Program Manager provides separate accounting for each beneficiary. In addition, the Program Manager administers and maintains overall trust and individual account records.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

1. Reporting Entity – Continued

The Plan is comprised of Age-Based Investment Options, Static Investment Options, and Individual Fund Investment Options. The Age-Based and Static Investment Options invest in specified allocations of domestic equity, real estate, international equity, fixed income and money market Underlying Investments. The Individual Investment Options invest in a single Underlying Investment or, in the case of the Bank Savings Static Investment Option, an FDIC-insured bank account. The investment options and Underlying Investments have been selected and approved by the Nebraska Investment Council.

Participants in the Plan may designate their accounts be invested in Aged-Based Investment Options designed to reduce the exposure to principal loss the closer in age the beneficiary is to college, Static Investment Options that keep the same asset allocation between equity, real estate, fixed income, money market investments, or in Individual Fund Investment Options.

2. Meadowlark Program

The State of Nebraska established the Meadowlark Program to promote access to postsecondary educational opportunities by providing funds to qualified individuals to help pay the qualified higher education expenses associated with attendance at an eligible educational institution located in Nebraska. Qualified individual means an individual born on or after January 1, 2020, who is a resident of Nebraska at the time of birth. The program is administered by the State Treasurer. Qualified individuals born during calendar years 2020 and 2021 received a one-time Meadowlark contribution of \$50.

The Nebraska Educational Savings Plan Trust is the owner of all accounts opened under the Meadowlark Program. Neither the qualified individual nor his or her parent or legal guardian shall have any ownership rights or interest in, title to, or power or control over such an account. Any disbursement from an account opened under the Meadowlark Program shall be made before the qualified individual reaches thirty years of age. Once a qualified individual reaches thirty years of age, any unused funds in his or her account shall be transferred to the Meadowlark Endowment Fund. Funds disbursed from an account opened under the Meadowlark Program shall only be used to pay the qualified higher education expenses associated with attending an eligible educational institution located in Nebraska and shall not be used to pay expenses associated with attending kindergarten through grade twelve.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

3. Basis of Presentation

The accompanying financial statements have been prepared in accordance with accounting principles generally accepted in the United States of America. The financial statements include the statement of fiduciary net position and the statement of changes in fiduciary net position. The statement of fiduciary net position is a measure of the account's assets and liabilities at the close of the year. The statement of changes in fiduciary net position shows purchases to and redemptions from the account, as well as additions and deductions due to operations during the fiscal year.

4. Security Valuation

Investments in the Underlying Investments are valued at the closing net asset or unit value per share of each Underlying Investment on the day of valuation. The Plan calculates the net asset value of its shares based upon the net asset value of the applicable Underlying Investments, as of the close of the New York Stock Exchange (the Exchange), normally 3:00 P.M. Central time, on each day the Exchange is open for business. The net asset values of the Underlying Investments are determined as of the close of the Exchange, on each day the Exchange is open for trading.

5. Security Transactions and Investment Income

Security transactions are recorded on an average cost basis. Realized gains and losses on security transaction are determined on the cost basis on the disposition of assets. Dividend income is recorded on the ex-dividend date or upon ex-dividend notification.

6. Contributions, Withdrawals, and Distributions

Contributions by a participant are evidenced through the issuance of units in the particular Investment Option. Contributions to and withdrawals from the Investment Options are subject to terms and limitations defined in the Program Disclosure Statement and Participation Agreement between the participant and the Plan. Contributions received by the Program Manager before the close of trading on the New York Stock Exchange on any business day are credited to the account to which the contribution is made within one business day.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

6. Contributions, Withdrawals, and Distributions - Continued

Withdrawals are based on the unit price calculated for each Investment Option on the business day on which the Program Manager processes the withdrawal request. The earnings portion (if any) of a non-qualified withdrawal will be treated as ordinary income to the recipient and may also be subject to an additional 10% federal tax, as well as partial recapture of any Nebraska state income tax deduction previously claimed.

7. Plan Expenses and Fees

Expenses included in the accompanying financial statements reflect the expenses of the Plan. The Underlying Investment expenses are factored into the daily net asset value for each respective Underlying Investment. As such, each Investment Option indirectly bears its proportional share of the fees and expenses of the Underlying Investments in which it invests.

The plan expenses and fees are as follows:

- Program management fees equal to 0.08% of the average daily net position in each Investment Option.
- State administration fees equal to 0.02% of the average daily net position in each Investment Option.

Underlying Investment fees - each Investment Option also indirectly bears its pro rata share of the fees and expenses of the Underlying Investments. Although these expenses and fees are not charged to the accounts, they will reduce the investment returns realized by each Investment Option. The Underlying Investment fees range from 0.00% to 0.55%.

These fees are accrued daily as a percentage of average daily net position and will be deducted from each Investment Option. These fees will reduce the value of an account.

8. Use of Estimates

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

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE A. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES – CONTINUED

9. Income Taxes

The Program has been designed to comply with the requirements for treatment as a qualified tuition program under Section 529 of the Internal Revenue Code. Therefore, no federal income tax provision is required.

NOTE B. INVESTMENTS AND INVESTMENT RISKS

All investments have some degree of risks. The value of the Plan's accounts may vary depending on market conditions, the performance of the investment options selected, timing of purchases, and fees. The value of the Plan's accounts could be more or less than the amount contributed to the accounts. The Plan's investments may lose money.

Investments in the Plan are not guaranteed or insured by the FDIC, the SIPC, the State of Nebraska, the Nebraska Investment Council, the Nebraska State Treasurer, Union Bank and Trust Company or its authorized agents or their affiliates, or any other federal or state entity or person, except for the Bank Savings Static Investment Option.

FDIC insurance is provided for the Bank Savings Static Investment Option only, which is an investment in an FDIC-insured omnibus bank account held in trust by the Plan at Union Bank and Trust Company and Nelnet Bank.

Each Investment Option and Underlying Investment has Risks

Each of the Investment Options are subject to certain risks that may affect Investment Option performance. Set forth below is a list of the major risks applicable to the Investment Options. Such list is not an exhaustive list and there are other risks which are not defined below. See the NEST Direct College Savings Plan Program Disclosure Statement "Exhibit B – Investment Options and Underlying Investments" and the respective prospectuses of the Underlying Investments for a description of the risks associated with the Underlying Investments in which the Investment Options invest.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE B. INVESTMENTS AND INVESTMENT RISKS - CONTINUED

Market risk. Market risk is the risk that the prices of securities will decline overall. Securities markets tend to move in cycles, with periods of rising and falling prices. Securities prices change every business day, based on investor reactions to economic, political, market, industry, corporate and other developments. At times, these price changes may be rapid and dramatic. Some factors may affect the market as a whole, while others affect particular industries, firms or sizes or types of securities.

Interest rate risk. Interest rate risk is the risk that securities prices will decline due to rising interest rates. A rise in interest rates typically causes bond prices to fall. Bonds with longer maturities and lower credit quality tend to be more sensitive to changes in interest rates, as are mortgage-backed bonds. Short- and long-term interest rates do not necessarily move the same amount or in the same direction. Money market investments are also affected by interest rates, particularly short-term rates, but in the opposite way: when short-term interest rates fall, money market yields usually fall as well. Bonds that can be paid off before maturity, such as mortgage-backed and other asset-backed securities, tend to be more volatile than other types of debt securities with respect to interest rate changes.

Income risk. Income risk is the chance that a fund's income will decline because of falling interest rates. Income risk is generally high for short-term bond funds, so investors should expect the fund's monthly income to fluctuate.

Income fluctuations. Income distributions on the inflation-protected funds are likely to fluctuate considerably more than the income distributions of a typical bond fund. Income fluctuations associated with changes in interest rates are expected to be low; however, income fluctuations associated with changes in inflation are expected to be high. Overall, investors can expect income fluctuations to be high for an inflation-protected fund.

Foreign investment risk. Investment in foreign stocks and bonds may be more risky than investments in domestic stocks and bonds. Foreign stocks and bonds tend to be more volatile, and may be less liquid, than their U.S. counterparts. The reasons for such volatility can include greater political and social instability, lower market liquidity, higher costs, less stringent investor protections, and inferior information on issuer finances. In addition, the dollar value of most foreign currencies changes daily. All these risks tend to be higher in emerging markets than in developed markets.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE B. INVESTMENTS AND INVESTMENT RISKS - CONTINUED

Asset-backed securities risk. An Investment Option's performance could suffer to the extent the Underlying Investments are exposed to asset-backed securities, including mortgage-backed securities. Asset-backed securities are subject to early amortization due to amortization or payout events that cause the security to payoff prematurely. Under those circumstances, an Underlying Investment may not be able to reinvest the proceeds of the payoff at a yield that is as high as that which the asset-backed security paid. In addition, asset-backed securities are subject to fluctuations in interest rates that may affect their yield or the prepayment rates on the underlying assets.

Derivatives risk. Certain of the Underlying Investments may utilize derivatives. There are certain investment risks in using derivatives, including futures contracts, options on futures, interest rate swaps and structured notes. If an Underlying Investment incorrectly forecasts interest rates in using derivatives, the Underlying Investment and any Investment Option invested in it could lose money. Price movements of a futures contract, option or structured notes may not be identical to price movements of portfolio securities or a securities index, resulting in the risk that, when an underlying investment fund buys a futures contract or option as a hedge, the hedge may not be completely effective. The use of these management techniques also involves the risk of loss if the advisor to an Underlying Investment is incorrect in its expectation of fluctuations in securities prices, interest rates or currency prices. Investments in derivatives may be illiquid, difficult to price and result in leverage so that small changes may produce disproportionate losses for the Underlying Investment. Investments in derivatives may be subject to counterparty risk to a greater degree than more traditional investments. Please see the Underlying Investments prospectus for complete details.

Concentration risk. To the extent that an Underlying Investment or an Investment Option is exposed to securities of a single country, region, industry, structure or size, its performance may be unduly affected by factors common to the type of securities involved.

Index sampling risk. Index sampling risk is the chance that the securities selected for an Underlying Investment, in the aggregate, will not provide investment performance matching that of the Underlying Investment's target index.

Issuer risk. Changes in an issuer's business prospects or financial condition, including those resulting from concerns over accounting or corporate governance practices, could significantly affect an Investment Option's performance if the Investment Option has sufficient exposure to those securities.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE B. INVESTMENTS AND INVESTMENT RISKS - CONTINUED

Credit risk. The value or yield of a bond or money market security could fall if its credit backing deteriorates. In more extreme cases, default or the threat of default could cause a security to lose most or all of its value. Credit risks are higher in high-yield bonds.

Management risk. An Investment Option's performance could suffer if the investment fund or funds in which it invests underperform.

Call risk. This is the chance that during periods of falling interest rates, issuers of callable bonds may call (redeem) securities with higher coupons or interest rates before their maturity dates. The Underlying Investment would then lose any price appreciation above the bond's call price and would be forced to reinvest the unanticipated proceeds at lower interest rates, resulting in a decline in the Underlying Investment's income. Such redemptions and subsequent reinvestments would also increase the Underlying Investment's portfolio turnover rate.

Extension risk. This is the chance that during periods of rising interest rates, certain debt securities will be paid off substantially more slowly than originally anticipated, and the value of those securities may fall. For Underlying Investments that invest in mortgage-backed securities, extension risk is the chance that during periods of rising interest rates, homeowners will prepay their mortgages at slower rates.

Emerging markets risk. Underlying Investments that invest in foreign securities may also be subject to emerging markets risk, which is the chance that the stocks of companies located in emerging markets will be substantially more volatile, and substantially less liquid, than the stocks of companies located in more developed foreign markets because, among other factors, emerging markets can have greater custodial and operational risks; less developed legal, regulatory and accounting systems; and greater political, social and economic instability than developed markets.

Investment style risk. This is the chance that returns from the types of stocks in which an Underlying Investment invests will trail returns from the overall stock market. Specific types of stocks (for instance, small-capitalization stocks) tend to go through cycles of doing better (or worse) than the stock market in general. These periods have, in the past, lasted for as long as several years.

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE B. INVESTMENTS AND INVESTMENT RISKS - CONTINUED

Prepayment risk. This is the chance that during periods of falling interest rates, homeowners will refinance their mortgages before their maturity dates, resulting in prepayment of mortgage-backed securities held by an Underlying Investment. The Underlying Investment would then lose any price appreciation above the mortgage's principal and would be forced to reinvest the unanticipated proceeds at lower interest rates, resulting in a decline in the Underlying Investment's income. Such prepayments and subsequent reinvestments would also increase the Underlying Investment's portfolio turnover rate.

Cybersecurity risk. The Plan places significant reliance on the computer systems of its service providers and partners. Thus, the Plan may be susceptible to operational and information security risks resulting from cyber threats and cyber-attacks which may adversely affect your account and cause it to lose value. For example, cyber threats and cyber-attacks may interfere with your ability to make contributions to, exchanges within or distributions from your accounts. Cyber threats and cyber-attacks may also impede trading and/or result in the collection and use of personally identifiable information of an account owner, Beneficiary or others.

Cybersecurity risks include security or privacy incidents such as human error, unauthorized release, theft, misuse, corruption and destruction of account data maintained by the Plan online or in digital form. Cybersecurity risks also include denial of service, viruses, malware, hacking, bugs, security vulnerabilities in software, attacks on technology operations and other disruptions that could impede the Plan's ability to maintain routine operations. Although the Plan's service providers and partners undertake efforts to protect their computer systems from cyber threats and cyber-attacks, there are no guarantees that the Plan or your account will avoid losses due to cyber threats or cyber-attacks.

NOTE C. FAIR VALUE MEASUREMENT

Accounting Standards Codification (ASC) 820 establishes 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 I measurements) and the lowest priority to measurements involving significant unobservable inputs (Level III measurements).

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
NOTES TO FINANCIAL STATEMENTS - CONTINUED
For the year ended December 31, 2022

NOTE C. FAIR VALUE MEASUREMENT – CONTINUED

The three levels of the fair value hierarchy are as follows:

Level I – unadjusted quoted prices in active markets for identical assets or liabilities including securities actively traded on a securities exchange.

Level II – inputs other than unadjusted quoted prices that are observable for the asset or liability (such as unadjusted quoted prices for similar assets and market corroborated inputs such as interest rates, prepayment speeds, credit risk, etc.).

Level III – significant unobservable inputs (including management’s own judgments about assumptions that market participants would use in pricing the asset or liability).

The inputs used for valuing securities are not necessarily an indication of the risks associated with investing in those securities.

The Plan classifies each of its investments in those Underlying Investments which are publicly offered and reported on an exchange as Level I, and those Underlying Investments which are not publicly offered as Level II without consideration as to the classification level of the specific investment held by the Underlying Investments. The level in the fair value hierarchy within which a fair value measurement in its entirety falls is based on the lowest level input that is significant to the fair value measurement in its entirety.

To value Level I investments: The fair value of Level I investments are determined by obtaining quoted market prices on nationally recognized securities exchanges.

To value Level II investments: The fair value of Level II investments are determined based on quoted prices that were obtained directly from the fund companies through confirmations for identical or similar assets or liabilities in markets that are not active.

Nebraska Educational Savings Plan Trust
 NEST Direct College Savings Plan
 NOTES TO FINANCIAL STATEMENTS - CONTINUED
 For the year ended December 31, 2022

NOTE C. FAIR VALUE MEASUREMENT - CONTINUED

The following table presents assets that are measured at fair value on a recurring basis at December 31, 2022:

	<u>Fair Value</u>	<u>Level I</u>	<u>Level II</u>	<u>Level III</u>
Bank Savings	\$ 63,919,272	\$ 63,919,272	\$ -	\$ -
Money Market				
Funds	167,460,255	167,460,255	-	-
U.S. Real Estate				
Mutual Funds	65,114,562	65,114,562	-	-
U.S. Equity Mutual				
Funds	975,955,350	975,955,350	-	-
International Equity				
Mutual Funds	216,457,884	216,457,884	-	-
Fixed Income Mutual				
Funds	610,867,439	610,867,439	-	-
Fixed Income Mutual				
Funds TIPS	115,533,224	115,533,224	-	-
International Fixed				
Income Funds	62,324,124	62,324,124	-	-
	<u>\$ 2,277,632,110</u>	<u>\$ 2,277,632,110</u>	<u>\$ -</u>	<u>\$ -</u>

NOTE D. SUBSEQUENT EVENTS

As of April 5, 2023, the date the financial statements were available to be issued, the NEST Direct College Savings Plan did not have any subsequent events affecting the amounts reported in the financial statements for the year ended December 31, 2022, or which are required to be disclosed in the notes to the financial statements for the year then ended.

SUPPLEMENTAL INFORMATION

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Fixed Income Age-Based Conserv 17-18	Fund 10 Age-Based Conserv 15-16	Fund 20 Age-Based Conserv 13-14	Fund 30 Age-Based Conserv 11-12	Fund 40 Age-Based Conserv 09-10	Fund 50 Age-Based Conserv 06-08	Fund 60 Age-Based Conserv 03-05
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	9,988,510	3,912,416	1,280,296	-	-	-	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	-	170,376	288,537	198,611	253,008	250,073	174,917
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	-	-	-	-	-
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	-	-	-
Vanguard Equity Income Fund	-	-	-	-	-	-	-
Vanguard Explorer Fund	-	-	-	-	-	-	-
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	-	1,200,373	2,023,376	2,088,773	2,327,927	2,833,498	1,760,804
Total investment in U.S. equity funds	-	1,200,373	2,023,376	2,088,773	2,327,927	2,833,498	1,760,804
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	-	341,015	572,739	689,805	860,817	1,079,410	703,175
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	-	-	-	-	-	-	-
Vanguard Short-Term Bond Index Fund	3,991,360	3,738,640	3,552,777	2,151,044	1,210,991	914,703	395,950
Vanguard Total Bond Market Index Fund	2,996,500	4,762,394	4,267,600	2,936,304	2,649,890	2,397,105	1,047,026
Total investment in fixed income funds	6,987,860	8,501,034	7,820,377	5,087,348	3,860,881	3,311,808	1,442,976
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	2,996,552	2,382,523	1,564,804	1,272,369	783,579	332,442	88,618
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	-	-	-	-	-
Vanguard Total International Bond Index Fund	-	509,291	708,527	487,493	511,963	494,661	217,576
Total investment in international fixed income funds	-	509,291	708,527	487,493	511,963	494,661	217,576
TOTAL INVESTMENTS	<u>\$ 19,972,922</u>	<u>\$ 17,017,028</u>	<u>\$ 14,258,656</u>	<u>\$ 9,824,399</u>	<u>\$ 8,598,175</u>	<u>\$ 8,301,892</u>	<u>\$ 4,388,066</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Fund 70 Age-Based Conserv 0-2	Fund 80 Age-Based Aggressive 06-08	Fund 90 Age-Based Aggressive 03-05	Fund 100 Age-Based Aggressive 0-2	Blended Fund 10 Age-Based Moderate 19+	Blended Fund 20 Conservative Static	Blended Fund 30 Age-Based Conserv 11-12
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	-	-	-	-	27,118,448	2,546,684	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	27,270	309,564	326,393	282,584	1,172,903	561,758	18,255
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	-	-	-	281,568	9,154
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	2,345,573	832,626	45,639
Vanguard Equity Income Fund	-	-	-	-	2,378,216	849,869	45,676
Vanguard Explorer Fund	-	-	-	-	-	282,679	9,128
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	253,577	3,287,278	3,269,289	3,066,733	3,561,781	1,698,997	82,114
Total investment in U.S. equity funds	253,577	3,287,278	3,269,289	3,066,733	8,285,570	3,945,739	191,711
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	103,659	1,351,839	1,295,621	1,355,495	2,366,779	1,133,306	63,803
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	-	-	-	-	16,432,510	4,224,978	135,740
Vanguard Short-Term Bond Index Fund	32,762	243,978	107,278	-	25,915,380	7,042,520	199,650
Vanguard Total Bond Market Index Fund	109,091	793,596	375,374	-	16,473,951	4,230,993	135,933
Total investment in fixed income funds	141,853	1,037,574	482,652	-	58,821,841	15,498,491	471,323
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	-	-	-	-	16,527,151	3,109,754	117,986
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	-	-	3,501,387	1,384,597	45,253
Vanguard Total International Bond Index Fund	21,727	182,426	53,398	-	-	-	-
Total investment in international fixed income funds	21,727	182,426	53,398	-	3,501,387	1,384,597	45,253
TOTAL INVESTMENTS	\$ 548,086	\$ 6,168,681	\$ 5,427,353	\$ 4,704,812	\$ 117,794,079	\$ 28,180,329	\$ 908,331

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Blended Fund 40 Age-Based Conserv 09-10	Blended Fund 50 Balanced Static	Blended Fund 60 Age-Based Conserv 03-05	Blended Fund 70 Age-Based Conserv 0-2	Blended Fund 80 Growth Static	Blended Fund 90 Age-Based Moderate 0-2	Blended Fund 100 All Equity Static
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	-	-	-	-	-	-	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	11,886	1,885,686	9,875	7,089	8,132,137	179,362	842,940
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	7,940	1,322,445	7,409	4,262	5,675,455	119,806	559,513
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	23,903	4,923,633	22,405	15,682	20,393,987	420,803	2,135,937
Vanguard Equity Income Fund	23,621	5,212,576	22,132	15,494	22,916,071	415,777	2,124,705
Vanguard Explorer Fund	7,984	1,302,618	7,453	4,286	5,234,020	120,493	562,648
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	43,657	8,921,034	39,714	25,563	35,528,671	718,678	3,838,629
Total investment in U.S. equity funds	107,105	21,682,306	99,113	65,287	89,748,204	1,795,557	9,221,432
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	39,323	8,422,816	39,343	26,733	38,324,792	712,024	4,147,080
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	58,537	8,993,186	29,397	13,962	10,393,043	88,300	-
Vanguard Short-Term Bond Index Fund	54,647	7,085,854	22,098	8,378	7,080,746	58,992	-
Vanguard Total Bond Market Index Fund	62,514	9,640,697	29,438	13,978	12,031,175	117,876	-
Total investment in fixed income funds	175,698	25,719,737	80,933	36,318	29,504,964	265,168	-
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	35,166	2,583,369	4,914	-	-	-	-
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	23,472	3,797,402	12,277	5,598	4,992,842	29,497	-
Vanguard Total International Bond Index Fund	-	-	-	-	-	-	-
Total investment in international fixed income funds	23,472	3,797,402	12,277	5,598	4,992,842	29,497	-
TOTAL INVESTMENTS	<u>\$ 392,650</u>	<u>\$ 64,091,316</u>	<u>\$ 246,455</u>	<u>\$ 141,025</u>	<u>\$ 170,702,939</u>	<u>\$ 2,981,608</u>	<u>\$ 14,211,452</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
 NEST Direct College Savings Plan
 SCHEDULE OF INVESTMENTS
 December 31, 2022

	Blended Fixed Inc Age-Based Conserv 17-18	Money Market Age-Based Conserv 19+	Blended MM Age-Based Conserv 19+	Bank Savings Static	Vanguard Federal Money Market	Vanguard ST Inflation Protected	Vanguard Short-Term Bond Index
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ 31,959,636	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	31,959,636	-	-	-
Total investment in bank savings	-	-	-	63,919,272	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	1,307,877	38,007,919	4,471,643	-	58,485,780	-	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	-	-	-	-	-	-	-
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	-	-	-	-	-
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	-	-	-
Vanguard Equity Income Fund	-	-	-	-	-	-	-
Vanguard Explorer Fund	-	-	-	-	-	-	-
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	-	-	-	-	-	-	-
Total investment in U.S. equity funds	-	-	-	-	-	-	-
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	-	-	-	-	-	-	-
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	182,885	-	-	-	-	-	-
Vanguard Short-Term Bond Index Fund	522,621	-	-	-	-	-	21,370,120
Vanguard Total Bond Market Index Fund	209,258	-	-	-	-	-	-
Total investment in fixed income funds	914,764	-	-	-	-	-	21,370,120
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	392,363	-	-	-	-	18,120,735	-
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	-	-	-	-	-
Vanguard Total International Bond Index Fund	-	-	-	-	-	-	-
Total investment in international fixed income funds	-	-	-	-	-	-	-
TOTAL INVESTMENTS	<u>\$ 2,615,004</u>	<u>\$ 38,007,919</u>	<u>\$ 4,471,643</u>	<u>\$ 63,919,272</u>	<u>\$ 58,485,780</u>	<u>\$ 18,120,735</u>	<u>\$ 21,370,120</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
 NEST Direct College Savings Plan
 SCHEDULE OF INVESTMENTS
 December 31, 2022

	Vanguard Total Bond Market Index	MetWest Total Return Bond	DFA World ex-US Government	State Street Equity 500 Index	Vanguard Total Stock Market Index	Vanguard Equity Income	T Rowe Price Large Cap Growth
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	-	-	-	-	-	-	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	-	-	-	-	-	-	-
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	-	-	-	-	-
State Street Equity 500 Index Fund	-	-	-	126,245,495	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	-	-	92,201,099
Vanguard Equity Income Fund	-	-	-	-	-	66,970,514	-
Vanguard Explorer Fund	-	-	-	-	-	-	-
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	-	-	-	-	147,641,206	-	-
Total investment in U.S. equity funds	-	-	-	126,245,495	147,641,206	66,970,514	92,201,099
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	-	-	-	-	-	-	-
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	-	19,698,842	-	-	-	-	-
Vanguard Short-Term Bond Index Fund	-	-	-	-	-	-	-
Vanguard Total Bond Market Index Fund	23,605,698	-	-	-	-	-	-
Total investment in fixed income funds	23,605,698	19,698,842	-	-	-	-	-
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	-	-	-	-	-	-	-
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	1,761,402	-	-	-	-
Vanguard Total International Bond Index Fund	-	-	-	-	-	-	-
Total investment in international fixed income funds	-	-	1,761,402	-	-	-	-
TOTAL INVESTMENTS	<u>\$ 23,605,698</u>	<u>\$ 19,698,842</u>	<u>\$ 1,761,402</u>	<u>\$ 126,245,495</u>	<u>\$ 147,641,206</u>	<u>\$ 66,970,514</u>	<u>\$ 92,201,099</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Vanguard Extended Market Index	Vanguard Explorer	DFA US Small Cap Value	Vanguard Total Intl Stock Index	Vanguard Real Estate Index	Fund 10 Age-Based Moderate 19+	Fund 20 Age-Based Moderate 17-18
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	-	-	-	-	-	854,434	372,452
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	-	-	-	-	22,564,958	37,301	82,506
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	32,543,561	-	-	-	-
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	-	-	-
Vanguard Equity Income Fund	-	-	-	-	-	-	-
Vanguard Explorer Fund	-	38,820,721	-	-	-	-	-
Vanguard Extended Market Index Fund	49,920,717	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	-	-	-	-	-	262,841	583,274
Total investment in U.S. equity funds	49,920,717	38,820,721	32,543,561	-	-	262,841	583,274
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	-	-	-	53,690,155	-	74,676	165,703
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	-	-	-	-	-	-	-
Vanguard Short-Term Bond Index Fund	-	-	-	-	-	816,473	1,033,660
Vanguard Total Bond Market Index Fund	-	-	-	-	-	1,040,121	1,239,072
Total investment in fixed income funds	-	-	-	-	-	1,856,594	2,272,732
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	-	-	-	-	-	520,229	455,040
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	-	-	-	-	-
Vanguard Total International Bond Index Fund	-	-	-	-	-	111,323	205,587
Total investment in international fixed income funds	-	-	-	-	-	111,323	205,587
TOTAL INVESTMENTS	<u>\$ 49,920,717</u>	<u>\$ 38,820,721</u>	<u>\$ 32,543,561</u>	<u>\$ 53,690,155</u>	<u>\$ 22,564,958</u>	<u>\$ 3,717,398</u>	<u>\$ 4,137,294</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Fund 30 Age-Based Moderate 15-16	Fund 40 Age-Based Moderate 13-14	Fund 50 Age-Based Moderate 11-12	Fund 60 Age-Based Moderate 09-10	Fund 70 Age-Based Moderate 06-08	Blended Fund 50 Age-Based Aggressive 13-14	Fund 20 Age-Based Aggressive 19+
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	-	-	-	-	-	-	272,900
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	71,323	91,179	60,090	87,773	134,945	2,092,688	60,954
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	-	-	-	1,410,065	-
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	-	5,649,175	-
Vanguard Equity Income Fund	-	-	-	-	-	5,624,242	-
Vanguard Explorer Fund	-	-	-	-	-	1,390,579	-
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	749,088	822,020	682,143	879,657	1,243,713	9,877,236	426,530
Total investment in U.S. equity funds	749,088	822,020	682,143	879,657	1,243,713	23,951,297	426,530
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	249,017	301,649	258,384	348,565	508,934	9,150,516	121,580
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	-	-	-	-	-	9,758,653	-
Vanguard Short-Term Bond Index Fund	780,307	419,161	216,940	194,796	159,508	7,712,327	755,671
Vanguard Total Bond Market Index Fund	1,064,048	929,051	572,535	519,449	532,228	10,472,249	907,546
Total investment in fixed income funds	1,844,355	1,348,212	789,475	714,245	691,736	27,943,229	1,663,217
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	461,735	269,733	78,968	43,314	-	2,835,449	333,342
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	-	-	-	4,178,864	-
Vanguard Total International Bond Index Fund	176,417	179,124	117,997	107,768	106,035	-	150,736
Total investment in international fixed income funds	176,417	179,124	117,997	107,768	106,035	4,178,864	150,736
TOTAL INVESTMENTS	<u>\$ 3,551,935</u>	<u>\$ 3,011,917</u>	<u>\$ 1,987,057</u>	<u>\$ 2,181,322</u>	<u>\$ 2,685,363</u>	<u>\$ 70,152,043</u>	<u>\$ 3,029,259</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Fund 30 Age-Based Aggressive 17-18	Fund 40 Age-Based Aggressive 15-16	Fund 50 Age-Based Aggressive 13-14	Fund 60 Age-Based Aggressive 11-12	Fund 70 Age-Based Aggressive 09-10	Blended Fund 100 Age-Based Aggressive 0-2	Blended Fund 10 Age-Based Conserv 15-16
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	-	-	-	-	-	-	274,836
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	57,931	129,689	125,753	146,350	112,706	353,414	12,064
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	-	-	-	-	-	238,389	-
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	-	-	-	-	-	883,651	24,027
Vanguard Equity Income Fund	-	-	-	-	-	880,455	23,968
Vanguard Explorer Fund	-	-	-	-	-	233,025	-
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	611,180	1,180,289	1,434,604	1,466,201	1,044,528	1,588,081	36,142
Total investment in U.S. equity funds	611,180	1,180,289	1,434,604	1,466,201	1,044,528	3,823,601	84,137
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	201,709	432,600	545,368	581,077	426,999	1,701,521	24,021
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	-	-	-	-	-	-	166,154
Vanguard Short-Term Bond Index Fund	630,542	606,156	461,893	324,489	134,692	-	262,628
Vanguard Total Bond Market Index Fund	859,420	1,340,795	1,214,914	866,118	448,513	-	166,350
Total investment in fixed income funds	1,489,962	1,946,951	1,676,807	1,190,607	583,205	-	595,132
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	372,725	389,903	168,060	72,181	-	-	167,293
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	-	-	-	-	-	-	35,645
Vanguard Total International Bond Index Fund	142,516	258,420	250,618	179,750	89,327	-	-
Total investment in international fixed income funds	142,516	258,420	250,618	179,750	89,327	-	35,645
TOTAL INVESTMENTS	<u>\$ 2,876,023</u>	<u>\$ 4,337,852</u>	<u>\$ 4,201,210</u>	<u>\$ 3,636,166</u>	<u>\$ 2,256,765</u>	<u>\$ 5,878,536</u>	<u>\$ 1,193,128</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Blended Fund 20 Age-Based Conserv 13-14	Blended Fund 30 Age-Based Moderate 15-16	Blended Fund 40 Age-Based Moderate 13-14	Blended Fund 50 Age-Based Conserv 06-08	Blended Fund 60 Age-Based Moderate 09-10	Blended Fund 70 Age-Based Moderate 06-08	Blended Fund 80 Age-Based Moderate 03-05
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	27,387	-	-	-	-	-	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	6,117	1,346,212	1,611,877	4,710	1,085,769	1,406,859	783,906
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	3,066	675,908	1,074,941	3,138	809,358	853,647	472,027
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	9,219	3,392,250	3,248,290	12,717	2,437,147	3,132,138	2,048,548
Vanguard Equity Income Fund	9,181	3,371,747	3,246,674	12,562	2,439,787	3,133,496	2,027,018
Vanguard Explorer Fund	3,058	664,404	1,080,305	3,174	813,387	844,055	470,167
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	18,432	6,107,463	5,946,903	22,208	4,336,637	5,115,914	3,299,642
Total investment in U.S. equity funds	42,956	14,211,772	14,597,113	53,799	10,836,316	13,079,250	8,317,402
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	12,214	4,724,379	5,406,595	20,425	4,334,519	5,385,864	3,434,420
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	45,427	10,059,197	8,049,545	21,956	3,222,966	2,804,618	929,460
Vanguard Short-Term Bond Index Fund	75,935	14,828,384	7,535,343	17,294	2,446,739	1,710,345	626,906
Vanguard Total Bond Market Index Fund	45,492	10,069,034	8,599,135	23,558	3,226,118	2,808,614	1,086,643
Total investment in fixed income funds	166,854	34,956,615	24,184,023	62,808	8,895,823	7,323,577	2,643,009
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	33,443	8,773,911	4,870,154	6,292	545,842	-	-
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	15,144	3,345,280	3,220,787	9,432	1,343,859	1,116,602	464,342
Vanguard Total International Bond Index Fund	-	-	-	-	-	-	-
Total investment in international fixed income funds	15,144	3,345,280	3,220,787	9,432	1,343,859	1,116,602	464,342
TOTAL INVESTMENTS	<u>\$ 304,115</u>	<u>\$ 67,358,169</u>	<u>\$ 53,890,549</u>	<u>\$ 157,466</u>	<u>\$ 27,042,128</u>	<u>\$ 28,312,152</u>	<u>\$ 15,643,079</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
NEST Direct College Savings Plan
SCHEDULE OF INVESTMENTS
December 31, 2022

	Blended Fund 20 Age-Based Aggressive 19+	Blended Fund 20 Age-Based Moderate 17-18	Blended Fund 30 Age-Based Aggressive 17-18	Blended Fund 40 Age-Based Aggressive 15-16	Blended Fund 50 Age-Based Moderate 11-12	Blended Fund 60 Age-Based Aggressive 11-12	Blended Fund 70 Age-Based Aggressive 09-10
BANK SAVINGS							
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Bank Savings - Union Bank and Trust Company	-	-	-	-	-	-	-
Total investment in bank savings	-	-	-	-	-	-	-
MONEY MARKET FUNDS							
Vanguard Federal Money Market Fund	12,159,039	6,379,634	-	-	-	-	-
U.S. REAL ESTATE FUNDS							
Vanguard Real Estate Index Fund	2,627,933	1,401,145	1,789,877	2,690,818	1,051,173	1,967,823	2,072,410
U.S. EQUITY FUNDS							
DFA US Small Cap Value Portfolio	1,345,178	696,134	893,457	1,812,877	703,345	1,513,541	1,241,615
State Street Equity 500 Index Fund	-	-	-	-	-	-	-
T Rowe Price Large-Cap Growth Fund	3,910,386	2,126,864	4,528,622	5,416,342	2,811,290	4,454,051	4,608,730
Vanguard Equity Income Fund	4,037,245	2,120,269	4,502,192	5,407,410	2,785,176	4,475,783	4,569,713
Vanguard Explorer Fund	1,319,819	704,408	902,019	1,796,132	704,654	1,473,213	1,256,525
Vanguard Extended Market Index Fund	-	-	-	-	-	-	-
Vanguard Total Stock Market Index Fund	8,003,239	4,245,823	8,126,480	9,978,537	4,915,974	7,942,505	7,515,270
Total investment in U.S. equity funds	18,615,867	9,893,498	18,952,770	24,411,298	11,920,439	19,859,093	19,191,853
INTERNATIONAL EQUITY FUNDS							
Vanguard Total International Stock Index Fund	5,393,718	2,835,879	6,310,729	9,021,205	4,529,223	7,949,209	7,878,462
FIXED INCOME FUNDS							
MetWest Total Return Bond Fund	20,059,404	10,549,546	13,450,621	13,479,537	4,857,648	5,961,161	4,118,298
Vanguard Short-Term Bond Index Fund	33,571,158	17,622,732	19,720,935	12,595,012	3,837,916	4,490,248	2,474,800
Vanguard Total Bond Market Index Fund	20,140,895	10,564,534	13,469,749	14,400,941	5,209,606	5,969,676	4,123,148
Total investment in fixed income funds	73,771,457	38,736,812	46,641,305	40,475,490	13,905,170	16,421,085	10,716,246
FIXED INCOME TIPS FUNDS							
Vanguard Short-Term Inflation Protected Securities Index Fund	14,833,419	7,780,589	11,682,223	8,124,926	1,402,978	999,150	-
INTERNATIONAL FIXED INCOME FUNDS							
DFA World ex US Gov't Fixed Income Portfolio	6,513,476	3,519,492	4,490,087	5,387,165	2,087,046	2,447,904	1,656,476
Vanguard Total International Bond Index Fund	-	-	-	-	-	-	-
Total investment in international fixed income funds	6,513,476	3,519,492	4,490,087	5,387,165	2,087,046	2,447,904	1,656,476
TOTAL INVESTMENTS	\$ 133,914,909	\$ 70,547,049	\$ 89,866,991	\$ 90,110,902	\$ 34,896,029	\$ 49,644,264	\$ 41,515,447

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
 NEST Direct College Savings Plan
 SCHEDULE OF INVESTMENTS
 December 31, 2022

	Blended Fund 80 Age-Based Aggressive 06-08	Blended Fund 90 Age-Based Aggressive 03-05	NEST Meadowlark 2020	NEST Meadowlark 2021	Total
BANK SAVINGS					
Bank Savings - Nelnet Bank	\$ -	\$ -	\$ -	\$ -	\$ 31,959,636
Bank Savings - Union Bank and Trust Company	-	-	-	-	31,959,636
Total investment in bank savings	-	-	-	-	63,919,272
MONEY MARKET FUNDS					
Vanguard Federal Money Market Fund	-	-	-	-	167,460,255
U.S. REAL ESTATE FUNDS					
Vanguard Real Estate Index Fund	2,392,091	1,434,113	59,225	57,656	65,114,562
U.S. EQUITY FUNDS					
DFA US Small Cap Value Portfolio	1,460,757	962,907	-	-	56,701,463
State Street Equity 500 Index Fund	-	-	-	-	126,245,495
T Rowe Price Large-Cap Growth Fund	6,248,497	3,366,484	-	-	181,669,715
Vanguard Equity Income Fund	6,220,193	3,391,250	-	-	159,253,012
Vanguard Explorer Fund	1,425,957	948,755	-	-	62,385,666
Vanguard Extended Market Index Fund	-	-	-	-	49,920,717
Vanguard Total Stock Market Index Fund	10,080,184	5,773,035	619,387	632,450	339,779,282
Total investment in U.S. equity funds	25,435,588	14,442,431	619,387	632,450	975,955,350
INTERNATIONAL EQUITY FUNDS					
Vanguard Total International Stock Index Fund	10,528,028	5,783,692	233,095	264,180	216,457,884
FIXED INCOME FUNDS					
MetWest Total Return Bond Fund	2,859,836	728,347	-	-	171,373,754
Vanguard Short-Term Bond Index Fund	1,942,527	495,635	21,809	23,082	224,246,532
Vanguard Total Bond Market Index Fund	3,335,500	966,680	70,805	78,225	215,247,153
Total investment in fixed income funds	8,137,863	2,190,662	92,614	101,307	610,867,439
FIXED INCOME TIPS FUNDS					
Vanguard Short-Term Inflation Protected Securities Index Fund	-	-	-	-	115,533,224
INTERNATIONAL FIXED INCOME FUNDS					
DFA World ex US Gov't Fixed Income Portfolio	1,415,641	239,286	-	-	57,040,255
Vanguard Total International Bond Index Fund	-	-	10,135	11,054	5,283,869
Total investment in international fixed income funds	1,415,641	239,286	10,135	11,054	62,324,124
TOTAL INVESTMENTS	<u>\$ 47,909,211</u>	<u>\$ 24,090,184</u>	<u>\$ 1,014,456</u>	<u>\$ 1,066,647</u>	<u>\$ 2,277,632,110</u>

See accompanying notes and independent auditor's report

Nebraska Educational Savings Plan Trust
 NEST Direct 529 College Savings Plan
 SCHEDULE OF PARTICIPANT CONTRIBUTIONS AND TRANSFERS IN
 AND PARTICIPANT DISTRIBUTIONS AND TRANSFERS OUT
 For the year ended December 31, 2022

Contributions from plan participants	\$	152,836,949
Transfers in from plan participants		53,348,374
Gross Investment Changes/Transfers	\$	590,997,204
Portfolio rounding		(3,088)
Adjusted Investment Changes/Transfers	\$	<u>590,994,116</u>
		<u>590,994,116</u>
Contributions/Exchanges/Transfers	\$	<u><u>797,179,439</u></u>
Distributions to plan participants	\$	222,599,958
Transfers out to plan participants		50,932,751
Investment Changes/Transfers		<u>590,997,204</u>
Distributions/Exchanges/Transfers	\$	<u><u>864,529,913</u></u>

See independent auditor's report.



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

To the Trustee, Program Manager, Investment Manager, and Participants and Beneficiaries of the NEST Direct College Savings Plan

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 statement of fiduciary net position of the NEST Direct College Savings Plan as of and for the year ended December 31, 2022, and the related statement of changes in fiduciary net position, and the related notes to the financial statements, which collectively comprise the NEST Direct College Savings Plan's basic financial statements, and have issued our report thereon dated April 5, 2023.

Report on Internal Control Over Financial Reporting

In planning and performing our audit of the financial statements, we considered the NEST Direct College Savings Plan's internal control over financial reporting to determine the audit procedures that are appropriate in the circumstances for the purpose of expressing our opinion on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the NEST Direct College Savings Plan's internal control over financial reporting. Accordingly, we do not express an opinion on the effectiveness of the NEST Direct College Savings Plan's internal control over financial reporting.

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 over financial reporting was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control over financial reporting that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control over financial reporting 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 the NEST Direct College Savings Plan'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.

Hayes & Associates, LLC

Hayes & Associates, L.L.C.
Omaha, Nebraska
April 5, 2023