

**nuveen**  
REAL ESTATE

## Memo

Sensitivity: none

To: The Directors of Nuveen Group Holdings Limited

From: Group Finance

Date: 08/04/2021

### **Section 479A audit exemption for qualifying subsidiary company: members' agreement to exemption**

A form of consent by the members of the subsidiary company to comply with the requirement under section 479A(2)(a) of the Companies Act 2006 that all members of the company agree to the audit exemption for the relevant financial year in accordance with sections 479A to 479C of the Companies Act 2006.

CLOF II (No 2 GP) Limited  
201 Bishopsgate  
London  
EC2M 3BN  
07307365  
Date:

Dear Sirs,

**Agreement of the member of CLOF II (No 2 GP) Limited (registered with company number 07307365) (Company) to the audit exemption under section 479A of the Companies Act 2006.**  
We, being the sole member of the Company unanimously agree, for the purposes of section 479A(2)(a) of the Companies Act 2006, to the Company adopting the exemption from audit under section 479A of the Companies Act 2006 for the financial year ending 30 September 2021.

We further confirm that the company CLOF II (No 2 GP) Limited has received guarantee from TIAA International Holdings 2 Limited as a parent company granting the guarantee to being liable for the subsidiary's outstanding liabilities.

Signed by Colin Throssell for and on behalf of  
Nuveen Group Holdings Limited

Signed by Nigel Bartram for and on behalf of  
CLOF II (No 2 GP) Limited

Date

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Colin Throssell  
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DocuSigned by:  
Nigel Bartram  
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08/04/2021

SATURDAY



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COMPANIES HOUSE