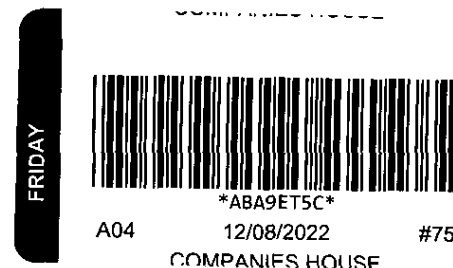


nuveen

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To The Directors of Nuveen Group Holdings Limited

From Group Finance

Date 21 February 2022

Section 394C and 448C exemption for preparing and filling financial statements for a dormant subsidiary: members' agreement to exemption

A form of consent by the members of the subsidiary company to comply with the requirement under section 394C and 448C of the Companies Act 2006 that all members of the company agree to the exemption for preparing and filing financial statements for the relevant financial year in accordance with sections 394A to 394C and 448A to 448C of the Companies Act 2006 respectively.

Matador LP General Partner Limited
50 Lothian Road
Festival Square
Edinburgh
EH3 9WJ
SC286874
Date: 21 February 2022

Dear Sirs,

Agreement of the member of Matador LP General Partner Limited (registered with company number SC286874) (Company) to the exemption for preparing and filling financial statements for a dormant subsidiary under section 394A and 448A respectively of the Companies Act 2006.

We, being the sole member of the Company unanimously agree, for the purposes of section 379A(2)(a) and 448A(2)(a) of the Companies Act 2006, to the Company adopting the exemption from preparing and filing financial statements under section 394A and 448A of the Companies Act 2006 for the financial year ending 31 December 2021. In addition, the company Matador LP General Partner Limited is entitled to exemption from audit under section 480 of the Companies Act 2006.

We further confirm that the company Matador LP General Partner 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 Duncan Morton for and on behalf of
Nuveen Group Holdings Limited

DocuSigned by:
Duncan Morton
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Signed by Andrew Rippingale for and on behalf of
Matador LP General Partner Limited

DocuSigned by:
Andrew Rippingale
B1C5BBA70105446...

Date

21 March 2022