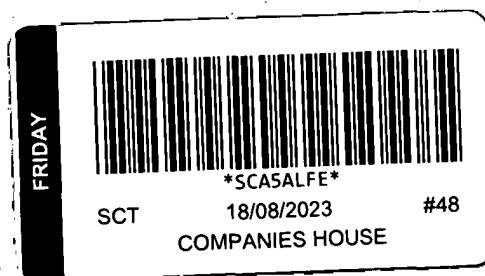


**nuveen**  
REAL ESTATE

## Memo

Sensitivity: none



To The Directors of Nuveen Group Holdings Limited

From Group Finance

Date 01 June 2023

### 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.

OMP (GP) Limited  
50 Lothian Road  
Festival Square  
Edinburgh  
EH3 9WJ  
SC344934

Dear Sirs,

#### **Agreement of the member of OMP (GP) Limited (registered with company number SC344934) (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 31 March 2023.

We further confirm that the company OMP (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 Michael Sales for and on behalf of  
Nuveen Group Holdings Limited

DocuSigned by:  
*Michael Sales*  
2AB93DBC86DE4DC

Signed by Andrew Rippingale for and on  
behalf of OMP (GP) Limited

DocuSigned by:  
*Andrew Rippingale*  
B1C58BA70195446

Date

8 June 2023