

GREAT LAKES REIT  
Form 8-K/A  
October 23, 2001

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## SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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### FORM 8-K/A

Current Report Pursuant to Section 13 OR 15(d)  
of the Securities Exchange Act of 1934

October 23, 2001  
(Date of Report)

Commission file number: **1-14307**

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### Great Lakes REIT

(Exact name of Registrant as specified in its Charter)

**Maryland**  
(State or other jurisdiction  
of incorporation organization)

**36-4238056**  
(I.R.S. Employer identification no.)

**823 Commerce Drive, Suite 300, Oak Brook, IL**  
(Address of principal executive offices)

**60523**  
(Zip Code)

**(630) 368-2900**  
(Registrant's telephone number, including area code)

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Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

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#### Item 2. ACQUISITION OR DISPOSITION OF ASSETS

As previously reported in a Current Report on Form 8-K filed August 24, 2001, on August 10, 2001, Great Lakes REIT through Great Lakes REIT, L.P. (collectively the "Company") acquired Bannockburn Corporate Center, located at 3000 Lakeside Drive, Bannockburn, Illinois from an unaffiliated third party for approximately \$31,800,000. Funds for the purchase came from a borrowing under the Company's unsecured line of credit.

In addition, on March 1, 2001, the Company acquired 1600 Corporate Center located at 1600 Golf Road, Rolling Meadows, Illinois from an unaffiliated third party for approximately \$26,250,000. Funds for the purchase came from a borrowing under the Company's unsecured line of credit.

#### Item 7. Financial Statements and Exhibits

## Edgar Filing: GREAT LAKES REIT - Form 8-K/A

The required financial statements for Bannockburn Corporate Center are attached as exhibit A.

The required financial statements for 1600 Corporate Center are attached as exhibit B.

The required pro forma financial statements are attached as exhibit C.

The consent of Ernst & Young LLP is filed as exhibit D.

No information is required under Items 1,3,4,5 and 6, and these items have therefore been omitted.

By: /s/ James Hicks

James Hicks, Treasurer

**Exhibit A**

### **Bannockburn Corporate Center Statements of Revenue and Certain Expenses**

#### **Contents**

Report of Independent Auditors	1
Statements of Revenue and Certain Expenses Year ended December 31, 2000 and period from January 1, 2001 to July 31, 2001 (Unaudited)	2
Notes to Statements of Revenue and Certain Expenses	3

#### **Report of Independent Auditors**

The Board of Trustees of  
Great Lakes REIT

We have audited the accompanying Statement of Revenue and Certain Expenses of Bannockburn Corporate Center (the Property) for the year ended December 31, 2000. The Statement of Revenue and Certain Expenses is the responsibility of the Property's management. Our responsibility is to express an opinion on the Statement of Revenue and Certain Expenses based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement of Revenue and Certain Expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures made in the Statement of Revenue and Certain Expenses. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the Statement of Revenue and Certain Expenses. We believe that our audit provides a reasonable basis for our opinion.

The accompanying Statement of Revenue and Certain Expenses was prepared for the purpose of complying with the rules and regulations of the Securities and Exchange Commission for inclusion in the Form 8-K of Great Lakes REIT as described in Note 2 and is not intended to be a complete presentation of the Property's revenue and expenses.

In our opinion, the Statement of Revenue and Certain Expenses referred to above presents fairly, in all material respects, the revenue and certain expenses of the Property described in Note 2 for the year ended December 31, 2000, in conformity with accounting principles generally accepted in the United States.

Ernst & Young LLP

Chicago, Illinois  
October 1, 2001

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**Bannockburn Corporate Center**

**Statements of Revenue and Certain Expenses**

	Year ended December 31, 2000	January 1, 2001, to July 31, 2001
	<i>(Unaudited)</i>	
	<i>(In Thousands)</i>	
<b>Revenue</b>		
Base rents	\$ 1,535	\$ 1,781
Tenant reimbursements	428	649
Parking income	17	28
Other income	4	2
	<hr/>	<hr/>
Total revenue	1,984	2,460
	<hr/>	<hr/>
<b>Expenses</b>		
Property operating and maintenance	774	500
Real estate taxes	267	356
Management fees	57	97
Insurance	18	12
	<hr/>	<hr/>
Total expenses	1,116	965
	<hr/>	<hr/>
Revenue in excess of certain expenses	\$ 868	\$ 1,495
	<hr/>	<hr/>

*See accompanying notes.*

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**Bannockburn Corporate Center**

**Notes to Statements of Revenue and Certain Expenses**

**1. Business**

The accompanying Statements of Revenue and Certain Expenses relate to the operations of Bannockburn Corporate Center, an office building with approximately 202,000 rentable square feet, located in Bannockburn, Illinois (the Property). The Property was acquired on August 10, 2001 by Great Lakes REIT, from an unrelated party.

**2. Summary of Significant Accounting Policies**

*Basis of Presentation*

## Edgar Filing: GREAT LAKES REIT - Form 8-K/A

The accompanying Statements of Revenue and Certain Expenses were prepared for the purpose of complying with the rules and regulations of the Securities and Exchange Commission for inclusion in the Form 8-K of Great Lakes REIT. The statements are not representative of the actual operations of the Property for the periods presented nor indicative of future operations as certain expenses, primarily depreciation, amortization, and interest expense, which may not be comparable to the expenses expected to be incurred by Great Lakes REIT in future operations of the Property, have been excluded.

### *Revenue and Expense Recognition*

Revenue is recognized on a straight-line basis over the terms of the related leases. Expenses are recognized in the period in which they are incurred.

### *Use of Estimates*

The preparation of the Statements of Revenue and Certain Expenses in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from these estimates.

### *Unaudited Interim Statement*

The interim financial statement for the 2001 interim period includes the revenue and certain expenses for the period prior to acquisition by Great Lakes REIT. In the opinion of management, such financial statement reflects all adjustments necessary for a fair presentation of the results of the interim period. All such adjustments are of a normal, recurring nature.

### **3. Rentals**

The Property has entered into tenant leases that provide for tenants to share in the operating expenses and real estate taxes on a pro rata basis, as defined.

### **4. Related Party Transactions**

Pizzuti Management, LLC, an affiliate of the former owner of the Property, provided property management services to the Property in return for a fee of 4% of monthly gross receipts, as defined in the Management Agreement (Agreement). For the year ended December 31, 2000, management fee expense incurred was \$57,389. In addition, the Agreement provides for reimbursement of payroll costs to Pizzuti Management, LLC, for an on-site manager. For the year ended December 31, 2000 and period from January 1, 2001 to July 31, 2001, payroll costs reimbursed totaled \$30,000 and \$17,500, respectively, and are included in property operating and maintenance in the Statements.

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**Exhibit B**

### **1600 Corporate Center**

### **Financial Statements**

**Year ended December 31, 2000**

### **Contents**

Report of Independent Auditors	1
Statements of Revenue and Certain Expenses Year ended December 31, 2000 and period from January 1, 2001 to February 28, 2001 (Unaudited)	2
Notes to Statements of Revenue and Certain Expenses	3

**Report of Independent Auditors**

# Edgar Filing: GREAT LAKES REIT - Form 8-K/A

The Board of Trustees of  
Great Lakes REIT

We have audited the accompanying Statement of Revenue and Certain Expenses of 1600 Corporate Center (the Property) for the year ended December 31, 2000. The Statement of Revenue and Certain Expenses is the responsibility of the Property's management. Our responsibility is to express an opinion on the Statement of Revenue and Certain Expenses based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the Statement of Revenue and Certain Expenses is free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures made in the Statement of Revenue and Certain Expenses. An audit also includes assessing the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the Statement of Revenue and Certain Expenses. We believe that our audit provides a reasonable basis for our opinion.

The accompanying Statement of Revenue and Certain Expenses was prepared for the purpose of complying with the rules and regulations of the Securities and Exchange Commission for inclusion in the Form 8-K of Great Lakes REIT as described in Note 2 and is not intended to be a complete presentation of the Property's revenue and expenses.

In our opinion, the Statement of Revenue and Certain Expenses referred to above presents fairly, in all material respects, the revenue and certain expenses of the Property described in Note 2 for the year ended December 31, 2000, in conformity with accounting principles generally accepted in the United States.

Ernst & Young LLP

Chicago, Illinois  
October 11, 2001

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## 1600 Corporate Center

### Statements of Revenue and Certain Expenses

	<u>Year ended December 31, 2000</u>	<u>January 1, 2001, to February 28, 2001</u>
		<i>(Unaudited)</i>
		<i>(In Thousands)</i>
<b>Revenue</b>		
Base rents	\$ 2,656	\$ 419
Tenant reimbursements	2,236	461
Other income	1	1
	<u>4,893</u>	<u>881</u>
<b>Expenses</b>		
Property operating and maintenance	1,319	328
Real estate taxes	1,159	189
Management fees	126	22
Insurance	54	10
	<u>2,658</u>	<u>549</u>

	Year ended December 31, 2000	January 1, 2001, to February 28, 2001
Revenue in excess of certain expenses	\$ 2,235	\$ 332

*See accompanying notes.*

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**1600 Corporate Center**

**Notes to Statements of Revenue and Certain Expenses**

**1. Business**

The accompanying Statements of Revenue and Certain Expenses relate to the operations of 1600 Corporate Center, an office building with approximately 252,000 rentable square feet, located in Rolling Meadows, Illinois (the Property). The Property was acquired on March 1, 2001 by Great Lakes REIT from an unrelated party.

**2. Summary of Significant Accounting Policies**

*Basis of Presentation*

The accompanying Statements of Revenue and Certain Expenses were prepared for the purpose of complying with the rules and regulations of the Securities and Exchange Commission for inclusion in the Form 8-K of Great Lakes REIT. The statements are not representative of the actual operations of the Property for the periods presented nor indicative of future operations as certain expenses, primarily depreciation, amortization and interest expense, which may not be comparable to the expenses expected to be incurred by Great Lakes REIT in future operations of the Property, have been excluded.

*Revenue and Expense Recognition*

Revenue is recognized on a straight-line basis over the terms of the related leases. Expenses are recognized in the period in which they are incurred.

*Use of Estimates*

The preparation of the Statements of Revenue and Certain Expenses in conformity with accounting principles generally accepted in the United States requires management to make estimates and assumptions that affect the reported amounts of revenue and expenses during the reporting periods. Actual results could differ from these estimates.

*Unaudited Interim Statement*

The interim financial statement for the 2001 interim period includes the revenue and certain expenses for the period prior to acquisition by Great Lakes REIT. In the opinion of management, such financial statement reflects all adjustments necessary for a fair presentation of the results of the interim period. All such adjustments are of a normal, recurring nature.

**3. Rentals**

The Property has entered into tenant leases that provide for tenants to share in the operating expenses and real estate taxes on a pro rata basis, as defined.

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**Great Lakes REIT**  
**Pro Forma Condensed Consolidated Balance Sheet**  
**As of June 30, 2001**  
**(Unaudited) (In Thousands except per share data)**

	<u>As Reported(1)</u>	<u>Bannockburn(2)</u>	<u>Pro Forma</u>
<b>Assets:</b>			
<b>Properties</b>			
Land	\$ 59,714	\$ 5,300	\$ 65,014
Buildings and improvements	430,180	25,839	456,019
	<u>489,894</u>	<u>31,139</u>	<u>521,033</u>
Less accumulated depreciation	50,788		50,788
	<u>439,106</u>	<u>31,139</u>	<u>470,245</u>
Cash and cash equivalents	872		872
Rents receivable	7,047		7,047
Deferred costs	6,948		6,948
Goodwill	1,098		1,098
Other assets	1,927		1,927
	<u>456,998</u>	<u>31,139</u>	<u>488,137</u>
<b>Liabilities and shareholders' equity</b>			
Bank loan payable	\$ 83,000	\$ 30,650	\$ 113,650
Long term debt	133,312		133,312
Accrued real estate taxes	10,800	165	10,965
Accounts payable and other liabilities	13,458	324	13,782
	<u>240,570</u>	<u>31,139</u>	<u>271,709</u>
Minority interests	691		691
<b>Preferred shares of beneficial interest (\$0.01 par value, 10,000 shares authorized; 1,500 9.75% Series A Cumulative Redeemable shares with a \$25 per share Liquidation Preference, issued and outstanding)</b>			
	37,500		37,500
<b>Common shares of beneficial interest (\$0.01 par value, 60,000 authorized, 18,295 issued)</b>			
	183		183
Paid-in-capital	235,224		235,224
Retained earnings (deficit)	(10,704)		(10,704)
Employee share loans	(20,319)		(20,319)
Deferred compensation	(2,473)		(2,473)
Treasury shares (1,543 shares)	(23,674)		(23,674)
	<u>215,737</u>		<u>215,737</u>
Total liabilities and shareholders' equity	<u>\$ 456,998</u>	<u>\$ 31,139</u>	<u>\$ 488,137</u>

See accompanying notes

**Notes to Pro Forma Condensed Consolidated Balance Sheet  
As of June 30, 2001  
(Unaudited) (Dollars in Thousands)**

1. Represents the historical results of the Company.
2. Represents the allocation of the acquisition price paid for Bannockburn Corporate Center.

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**Great Lakes REIT  
Pro Forma Condensed Consolidated Statement of Income  
For the six months ended June 30, 2001  
(Unaudited) (In Thousands except per share data)**

	<u>As Reported(1)</u>	<u>Bannockburn(2)</u>	<u>1600 Corporate Center(3)</u>	<u>Pro Forma Adjustments</u>	<u>Pro Forma</u>
<b>Revenues:</b>					
Rental	\$ 38,927	\$ 1,527	\$ 419		\$ 40,873
Reimbursement	10,259	556	461		11,276
Interest and other	1,751	39	1		1,791
<b>Total revenues</b>	<b>50,937</b>	<b>2,122</b>	<b>881</b>		<b>53,940</b>
<b>Expenses:</b>					
Real estate taxes	7,815	458	189		8,462
Other property operating	12,575	435	360		13,370
General and administrative	2,625				2,625
Interest	7,037			1,287(4)	8,324
Depreciation and amortization	9,162			476(5)	9,638
<b>Total expenses</b>	<b>39,214</b>	<b>893</b>	<b>549</b>	<b>1,763</b>	<b>42,419</b>
<b>Income before gain on sale of properties</b>	<b>11,723</b>	<b>1,229</b>	<b>332</b>	<b>(1,763)</b>	<b>11,521</b>
Gain on sale of properties Income before allocation to minority interests	11,723	1,229	332	(1,763)	11,521
Minority interests	28				28
<b>Net income</b>	<b>11,695</b>	<b>1,229</b>	<b>332</b>	<b>(1,763)</b>	<b>11,493</b>
Income allocated to preferred shareholders	1,828				1,828
<b>Net income applicable to common shares</b>	<b>\$ 9,867</b>	<b>\$ 1,229</b>	<b>\$ 332</b>	<b>\$ (1,763)</b>	<b>\$ 9,665</b>
<b>Earnings per share basic</b>	<b>\$ 0.60</b>				<b>\$ 0.58</b>
<b>Weighted average common shares outstanding basic</b>	<b>16,577</b>				<b>16,577</b>



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	<u>As Reported(1)</u>	<u>Bannockburn(2)</u>	<u>1600 Corporate Center(3)</u>	<u>Pro Forma Adjustments</u>	<u>Pro Forma</u>
Diluted earnings per share	\$ 0.59				\$ 0.58
Weighted average common shares outstanding diluted	16,720				16,720

See accompanying notes

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**Notes to Pro Forma Condensed Consolidated Statement of Income  
For the Six Months ended June 30, 2001  
(Unaudited) (Dollars in Thousands)**

- Represents the historical results of the Company.
- Represents the unaudited historical results of operations of Bannockburn Corporate Center for the six months ended June 30, 2001 as if Bannockburn Corporate Center were acquired by the Company on January 1, 2001.
- Represents the unaudited historical results of operations of 1600 Corporate Center for the two months ended February 28, 2001 as if 1600 Corporate Center were acquired by the Company on January 1, 2001.
- Interest expense (\$1,287) for the two acquisitions for the six months ended June 30, 2001, is computed on the amount borrowed to acquire Bannockburn Corporate Center (\$30,650) for the six months ended June 30, 2001, at 6.53% per annum (the average interest rate during this period on the Company's bank loan payable) and on the amount borrowed to acquire 1600 Corporate Center (\$26,250) for the two months ended February 28, 2001, at 6.53% per annum.
- Depreciation is computed on a straight-line basis over 40 years for the six months ended June 30, 2001 for Bannockburn Corporate Center and for the two months ended February 28, 2001 for 1600 Corporate Center based on the purchase price paid for these properties by the Company.

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**Great Lakes REIT  
Pro Forma Condensed Consolidated Statement of Income  
For the year ended December 31, 2000  
(Unaudited) (In Thousands except per share data)**

	<u>As Reported(1)</u>	<u>Bannockburn(2)</u>	<u>1600 Corporate Center(3)</u>	<u>Pro Forma Adjustments</u>	<u>Pro Forma</u>
<b>Revenues:</b>					
Rental	\$ 75,400	\$ 1,535	\$ 2,656		\$ 79,591
Reimbursement	21,624	428	2,236		24,288
Interest and other	3,505	21	1		3,527
<b>Total revenues</b>	<b>100,529</b>	<b>1,984</b>	<b>4,893</b>		<b>107,406</b>

Expenses:

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	<u>As Reported(1)</u>	<u>Bannockburn(2)</u>	<u>1600 Corporate Center(3)</u>	<u>Pro Forma Adjustments</u>	<u>Pro Forma</u>
Real estate taxes	13,966	267	1,159		15,392
Other property operating	25,703	849	1,499		28,051
General and administrative	5,555				5,555
Interest	15,193			4,428(4)	19,621
Depreciation and amortization	16,975			1,241(5)	18,216
<b>Total expenses</b>	<b>77,392</b>	<b>1,116</b>	<b>2,658</b>	<b>5,669</b>	<b>86,835</b>
Income before gain on sale of properties	23,137	868	2,235	(5,669)	20,571
Gain on sale of properties	11,134				11,134
Income before allocation to minority interests	34,271	868	2,235	(5,669)	31,705
Minority interests	82				82
<b>Net income</b>	<b>34,189</b>	<b>868</b>	<b>2,235</b>	<b>(5,669)</b>	<b>31,623</b>
Income allocated to preferred shareholders	3,656				3,656
<b>Net income applicable to common shares</b>	<b>\$ 30,533</b>	<b>\$ 868</b>	<b>\$ 2,235</b>	<b>\$ (5,669)</b>	<b>\$ 27,967</b>
Earnings per share basic	\$ 1.85				\$ 1.69
Weighted average common shares outstanding basic	16,531				16,531
Diluted earnings per share	\$ 1.84				\$ 1.68
Weighted average common shares outstanding diluted	16,631				16,631

See accompanying notes

**Notes to Pro Forma Condensed Consolidated Statement of Income  
For the Year ended December 31, 2000  
(Unaudited) (Dollars in Thousands)**

1. Represents the historical results of the Company.
2. Represents the unaudited historical results of operations of Bannockburn Corporate Center for the year ended December 31, 2000, as if Bannockburn Corporate Center were acquired by the Company on January 1, 2000.
3. Represents the unaudited historical results of operations of 1600 Corporate Center for the year ended December 31, 2000, as if 1600 Corporate Center were acquired by the Company on January 1, 2000.
- 4.

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Interest expense (\$4,428) for the two acquisitions for the year ended December 31, 2000, is computed on the amount borrowed (\$57,900) to acquire both Bannockburn Corporate Center (\$30,650) and 1600 Corporate Center (\$26,250) at 7.78% per annum, the average interest rate on the Company's bank loan payable for calendar 2000.

5.

Depreciation is computed on a straight-line basis over 40 years for the year ended December 31, 2000, for Bannockburn Corporate Center and 1600 Corporate Center based on the purchase price paid for these properties by the Company.

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**Exhibit D**

### CONSENT OF INDEPENDENT AUDITORS

We consent to the incorporation by reference in the Registration Statements indicated below of Great Lakes REIT of our reports indicated below filed with the Securities and Exchange Commission.

#### Registration Statements

Form S-3 No. 333-49499  
Form S-8 No. 333-56619  
Form S-8 No. 333-62458

#### Financial Statements

#### Date of Auditors' Report

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Statement of revenue and certain expenses of Bannockburn Corporate Center for the year ended December 31, 2000 included in the Report (Form 8-K/A) of Great Lakes REIT, dated October 23, 2001

October 1, 2001

Statement of revenue and certain expenses of 1600 Corporate Center for the year ended December 31, 2000 included in the Report (Form 8-K/A) of Great Lakes REIT, dated October 23, 2001

October 11, 2001

Ernst & Young LLP

Chicago, Illinois  
October 23, 2001

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#### QuickLinks

[Item 2. ACQUISITION OR DISPOSITION OF ASSETS](#)

[Item 7. Financial Statements and Exhibits](#)

[Exhibit A](#)

[Exhibit B](#)

[Exhibit C](#)

Exhibit D

solid #000000"> 620,309,073 **Shares Description (1) Coupon Maturity Ratings (4) Value**

**CONVERTIBLE PREFERRED SECURITIES 1.6% (1.1% of Total Investments)**

**Banks 1.0%** 7,225

Wells Fargo & Company

7.500% N/A (6) BBB \$9,618,353 **Diversified Telecommunication Services 0.3%** 34,400

Frontier Communications Corporation

11.125% 6/29/18 N/R 3,401,472 **Pharmaceuticals 0.3%** 3,725

Teva Pharmaceutical Industries Limited, (2)

7.000% 12/15/18 N/R 3,298,488

Total Convertible Preferred Securities (cost \$14,990,802)

16,318,313

**JPC Nuveen Preferred Income Opportunities Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (4)	Value
<b>CORPORATE BONDS 12.4% (8.9% of Total Investments)</b>					
<b>Banks 4.5%</b>					
\$ 6,000	Bank of America Corporation	6.250%	N/A (6)	BB+	\$ 6,285,000
4,160	Bank of America Corporation	6.300%	N/A (6)	BB+	4,533,098
8,570	Citigroup Inc.	5.950%	N/A (6)	BB+	8,824,529
7,985	Citigroup Inc.	5.875%	N/A (6)	BB+	8,039,857
5,055	ING Groep N.V, (7)	6.500%	N/A (6)	BBB	4,833,844
9,430	JPMorgan Chase & Company	5.300%	N/A (6)	BBB	9,708,185
3,550	Standard Chartered PLC, 144A, (7)	6.500%	N/A (6)	BBB	3,379,600
44,750	Total Banks				45,604,113
<b>Beverages 0.1%</b>					
1,100	Cott Beverages Inc., (3)	6.750%	1/01/20	B	1,153,625
<b>Biotechnology 0.3%</b>					
3,500	AMAG Pharmaceuticals Inc., 144A	7.875%	9/01/23	B+	3,389,750
<b>Capital Markets 1.3%</b>					
2,050	BGC Partners Inc.	5.375%	12/09/19	BBB	2,163,648
11,100	Goldman Sachs Group Inc.	5.375%	N/A (6)	Ba1	11,269,885
13,150	Total Capital Markets				13,433,533
<b>Chemicals 0.2%</b>					
1,625	CVR Partners LP / CVR Nitrogen Finance Corp., 144A	9.250%	6/15/23	B+	1,661,563
<b>Commercial Services &amp; Supplies 0.5%</b>					
1,520	GFL Environmental Corporation, 144A	7.875%	4/01/20	B	1,569,400
1,775	GFL Environmental Corporation, 144A	9.875%	2/01/21	B	1,925,875
1,580	R.R. Donnelley & Sons Company, (3)	6.500%	11/15/23	BB	1,556,300
4,875	Total Commercial Services & Supplies				5,051,575
<b>Diversified Financial Services 0.3%</b>					
3,170	BNP Paribas, 144A, (7)	7.625%	N/A (6)	BBB	3,293,630
<b>Diversified Telecommunication Services 0.7%</b>					
6,900	Frontier Communications Corporation, (3)	11.000%	9/15/25	BB	7,374,375
<b>Food Products 0.1%</b>					

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1,310	Land O Lakes Capital Trust I, 144A, (3)	7.450%	3/15/28	BB+	1,408,250
<b>Health Care Providers &amp; Services</b>					
<b>0.1%</b>					
1,565	Kindred Healthcare Inc., (3)	6.375%	4/15/22	B	1,443,713
<b>Insurance 0.3%</b>					
2,430	Security Benefit Life Insurance Company, 144A	7.450%	10/01/33	BBB	2,894,412
<b>Machinery 0.6%</b>					
3,200	Dana Financing Luxembourg Sarl, 144A	6.500%	6/01/26	BB+	3,280,000
2,703	Meritor Inc.	6.750%	6/15/21	B+	2,594,880
5,903	Total Machinery				5,874,880
<b>Media 0.7%</b>					
5,350	Dish DBS Corporation, 144A	7.750%	7/01/26	Ba3	5,547,281
1,470	Dish DBS Corporation	5.875%	11/15/24	Ba3	1,418,550
6,820	Total Media				6,965,831
<b>Real Estate Investment Trust 0.4%</b>					
3,525	Communications Sales & Leasing Inc.	8.250%	10/15/23	BB	3,599,905

Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (4)	Value
	<b>Real Estate Management &amp; Development 0.3%</b>				
\$ 3,200	Greystar Real Estate Partners, LLC, 144A	8.250%	12/01/22	BB	\$ 3,398,016
	<b>Specialty Retail 0.7%</b>				
6,450	L Brands, Inc.	6.875%	11/01/35	BB+	6,840,225
	<b>Technology Hardware, Storage &amp; Peripherals 0.5%</b>				
4,100	Western Digital Corporation, 144A	10.500%	4/01/24	BB+	4,622,750
	<b>Wireless Telecommunication Services 0.8%</b>				
1,925	Altice Financing SA, 144A	7.500%	5/15/26	BB	1,944,250
5,875	Viacom Inc.	6.875%	4/30/36	BBB+	6,748,213
7,800	Total Wireless Telecommunication Services				8,692,463
\$ 122,173	Total Corporate Bonds (cost \$122,674,607)				126,702,609

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (4)	Value
	<b>\$1,000 PAR (OR SIMILAR) INSTITUTIONAL PREFERRED (42.5% of Total Investments)</b>			<b>59.3%</b>	
	<b>Banks 23.4%</b>				
\$ 2,320	Australia and New Zealand Banking Group Limited of the United Kingdom, 144A, (7)	6.750%	N/A (6)	Baa1	\$ 2,522,357
2,000	Banco Bilbao Vizcaya Argentaria S.A, Reg S, (7)	9.000%	N/A (6)	BB	2,065,000
600	Banco Santander SA, Reg S, (7)	6.375%	N/A (6)	Ba1	548,090
1,476	Bank of America Corporation	8.000%	N/A (6)	BB+	1,499,808
19,390	Bank of America Corporation, (5)	6.500%	N/A (6)	BB+	21,171,455
3,575	Barclays Bank PLC, 144A, (3)	10.180%	6/12/21	A	4,569,561
15,935	Barclays PLC, (7)	8.250%	N/A (6)	BB+	16,213,863
2,925	Citigroup Inc., (5)	5.800%	N/A (6)	BB+	2,925,000
4,005	Citigroup Inc.	6.250%	N/A (6)	BB+	4,315,388
7,805	Citigroup Inc.	6.125%	N/A (6)	BB+	8,115,483
7,214	Citizens Financial Group Inc.	5.500%	N/A (6)	BB+	7,105,790
7,790	Cobank Agricultural Credit Bank	6.250%	N/A (6)	BBB+	8,431,499
3,960	Commerzbank AG, 144A, (3)	8.125%	9/19/23	BBB	4,607,183
2,465	Credit Agricole SA, 144A, (7)	8.125%	N/A (6)	Ba1	2,594,413
3,950	Credit Agricole, S.A, 144A, (7)	6.625%	N/A (6)	Ba1	3,764,350
1,000	HSBC Bank PLC	1.188%	N/A (6)	A3	571,250

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500	HSBC Bank PLC	0.975%	N/A (6)	A3	293,500
4,204	HSBC Capital Funding LP, Debt, 144A	10.176%	N/A (6)	Baa1	6,179,880
3,615	HSBC Holdings PLC, (7)	6.875%	N/A (6)	BBB	3,723,450
10,175	Intesa Sanpaolo SpA, 144A, (7)	7.700%	N/A (6)	Ba3	9,233,813
4,700	JPMorgan Chase & Company	7.900%	N/A (6)	BBB	4,888,000
19,230	JPMorgan Chase & Company	6.750%	N/A (6)	BBB	21,655,864
125	JPMorgan Chase & Company	6.100%	N/A (6)	BBB	132,969
20,390	Lloyds Banking Group PLC, (7)	7.500%	N/A (6)	BB+	20,339,024
1,960	M&T Bank Corporation	6.450%	N/A (6)	Baa2	2,180,500
4,000	Nordea Bank AB, 144A, (7)	6.125%	N/A (6)	BBB	3,960,000
10,695	PNC Financial Services Inc.	6.750%	N/A (6)	Baa2	12,018,506
4,883	Royal Bank of Scotland Group PLC	7.648%	N/A (6)	BB	5,725,318
3,325	Royal Bank of Scotland Group PLC, (7)	7.500%	N/A (6)	BB	3,233,563
13,906	Societe Generale, 144A, (7)	7.875%	N/A (6)	BB+	13,210,700
4,995	SunTrust Bank Inc.	5.625%	N/A (6)	Baa3	5,157,338
250	U.S. Bancorp.	5.125%	N/A (6)	A3	262,815
3,750	Wachovia Capital Trust III	5.570%	N/A (6)	BBB	3,750,000
8,641	Wells Fargo & Company, (5)	7.980%	N/A (6)	BBB	9,190,136
17,350	Wells Fargo & Company	5.875%	N/A (6)	BBB	19,106,687
3,450	Zions Bancorporation	7.200%	N/A (6)	BB	3,639,750
	Total Banks				238,902,303

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**JPC Nuveen Preferred Income Opportunities Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (4)	Value
<b>Capital Markets 3.5%</b>					
\$ 3,270	Bank of New York Mellon Corporation	4.950%	N/A (6)	Baa1	\$ 3,335,400
8,920	Credit Suisse Group AG, 144A, (7)	7.500%	N/A (6)	BB	9,232,200
3,790	Goldman Sachs Group Inc.	5.300%	N/A (6)	Ba1	3,851,588
5,880	Morgan Stanley	5.550%	N/A (6)	Ba1	5,953,500
1,975	State Street Corporation	5.250%	N/A (6)	Baa1	2,073,750
7,055	UBS Group AG, Reg S, (7)	7.125%	N/A (6)	BB+	7,235,961
3,675	UBS Group AG, Reg S, (7)	7.000%	N/A (6)	BB+	3,922,599
	Total Capital Markets				35,604,998
<b>Consumer Finance 2.0%</b>					
5,271	American Express Company	5.200%	N/A (6)	Baa2	5,178,758
1,900	American Express Company	4.900%	N/A (6)	Baa2	1,833,500
13,730	Capital One Financial Corporation	5.550%	N/A (6)	Baa3	13,925,653
	Total Consumer Finance				20,937,911
<b>Diversified Financial Services 4.2%</b>					
14,800	Agstar Financial Services Inc., 144A	6.750%	N/A (6)	BB	15,701,874
4,065	BNP Paribas, 144A, (7)	7.375%	N/A (6)	BBB	4,146,300
5,670	BNP Paribas, 144A	7.195%	N/A (6)	BBB	6,278,816
2,300	Depository Trust & Clearing Corporation, 144A	4.875%	N/A (6)	A+	2,328,750
10,243	Rabobank Nederland, 144A	11.000%	N/A (6)	Baa2	12,522,067
1,530	Voya Financial Inc., (3)	5.650%	5/15/53	Baa3	1,476,450
	Total Diversified Financial Services				42,454,257
<b>Electric Utilities 1.7%</b>					
16,265	Emera, Inc., (3)	6.750%	6/15/76	BBB	17,529,604
<b>Food Products 3.1%</b>					
23,545	Land O Lakes Incorporated, 144A	8.000%	N/A (6)	BB	24,781,113
6,750	Land O Lakes Inc., 144A	8.000%	N/A (6)	BB	7,104,375
	Total Food Products				31,885,488
<b>Industrial Conglomerates 4.1%</b>					
39,281	General Electric Company, (5)	5.000%	N/A (6)	AA	42,251,626
<b>Insurance 14.5%</b>					
7,365	Aviva PLC, Reg S	8.250%	N/A (6)	BBB	7,947,792
1,205	AXA SA, (3)	8.600%	12/15/30	A3	1,694,013

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2,460	Cloverie PLC Zurich Insurance, Reg S	8.250%	N/A (6)	A	2,659,924
2,300	CNP Assurances, Reg S	7.500%	N/A (6)	BBB+	2,480,320
29,045	Financial Security Assurance Holdings, 144A, (3)	6.400%	12/15/66	BBB+	20,767,174
1,755	Friends Life Group PLC, Reg S	7.875%	N/A (6)	A	1,908,375
2,108	La Mondiale SAM, Reg S	7.625%	N/A (6)	BBB	2,261,252
6,590	Liberty Mutual Group, 144A, (3)	7.800%	3/15/37	Baa3	7,331,375
9,335	MetLife Capital Trust IV, 144A, (3)	7.875%	12/15/37	BBB	11,570,733
4,160	MetLife Capital Trust X, 144A, (3)	9.250%	4/08/38	BBB	5,943,600
3,425	MetLife Inc.	5.250%	N/A (6)	BBB	3,427,740
1,150	Nationwide Financial Services Capital Trust, (3)	7.899%	3/01/37	Baa2	1,378,994
9,550	Nationwide Financial Services Inc., (3)	6.750%	5/15/37	Baa2	9,884,250
6,855	Provident Financing Trust I, (3)	7.405%	3/15/38	Baa3	7,705,226
3,315	Prudential Financial Inc., (3)	5.875%	9/15/42	BBB+	3,673,849
13,335	QBE Cap Funding III Limited, 144A, (3)	7.250%	5/24/41	BBB	14,868,524
2,340	QBE Insurance Group Limited, Reg S	6.750%	12/02/44	BBB	2,571,075
18,955	Sirius International Group Limited, 144A	7.506%	N/A (6)	BB+	19,026,081
20,553	Symetra Financial Corporation, 144A, (3)	8.300%	10/15/37	Baa2	20,835,604
	Total Insurance				147,935,901
	<b>Machinery 0.2%</b>				
2,215	Stanley Black & Decker Inc., (3)	5.750%	12/15/53	BBB+	2,354,102

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (4)	Value
	<b>Metals &amp; Mining 0.6%</b>				
\$ 5,825	BHP Billiton Finance USA Limited, 144A	6.250%	10/19/75	A	\$ 6,305,563
	<b>Real Estate Investment Trust 1.5%</b>				
12	Sovereign Real Estate Investment Trust, 144A	12.000%	N/A (6)	Ba1	14,865,350
	<b>Specialty Retail 0.3%</b>				
2,650	Aquarius & Investments PLC fbo SwissRe, Reg S	8.250%	N/A (6)	N/R	2,864,101
	<b>U.S. Agency 0.2%</b>				
1,700	Farm Credit Bank of Texas	10.000%	N/A (6)	Baa1	2,040,000
	Total \$1,000 Par (or similar) Institutional Preferred (cost \$578,614,273)				605,931,204
	<b>Total Long-Term Investments (cost \$1,338,041,220)</b>				<b>1,421,254,855</b>

Principal Amount (000)	Description (1)	Coupon	Maturity	Value
	<b>SHORT TERM INVESTMENTS 0.6% (0.4% of Total Investments)</b>			
	<b>REPURCHASE AGREEMENTS 0.6% (0.4% of Total Investments)</b>			
\$ 6,077	Repurchase Agreement with Fixed Income Clearing Corporation dated 7/29/16, repurchase price \$6,077,133, collateralized by \$4,635,000 U.S. Treasury Bonds, 3.750%, due 11/15/43, value \$6,205,106	0.030%	8/01/16	\$ 6,077,118
	<b>Total Short-Term Investments (cost \$6,077,118)</b>			<b>6,077,118</b>
	<b>Total Investments (cost \$1,344,118,338) 139.8%</b>			<b>1,427,331,973</b>
	<b>Borrowings (39.6)% (8), (9)</b>			<b>(404,100,000)</b>
	<b>Other Assets Less Liabilities (0.2)% (10)</b>			<b>(2,515,296)</b>
	<b>Net Assets Applicable to Common Shares 100%</b>			<b>\$ 1,020,716,677</b>

Investments in Derivatives as of July 31, 2016

**Call Options Written**

Number of Contracts	Description	Notional Amount (\$)	Expiration Date	Strike Price	Value
(488)	CIT Group Inc.	\$ (1,805,600)	10/21/16	\$ 37	\$ (37,576)
(413)	Nordstrom, Inc.	(1,858,500)	10/21/16	45	(90,034)
(559)	Unum Group	(2,012,400)	9/16/16	36	(20,963)
	Total Call Options Written				
(1,460)	(premium received \$156,444)	\$ (5,676,500)			\$ (148,573)

**Interest Rate Swaps**

Counterparty	Notional Amount	Fund Pay/Receive Floating Rate	Floating Rate Index	Fixed Rate (Annualized)	Fixed Rate Payment Frequency	Effective Date (12)	Optional Termination Date	Termination Date	Value
JPMorgan Chase Bank, N.A.	\$ 114,296,000	Receive	1-Month USD-LIBOR-ICE	1.462%	Monthly	1/03/17	12/01/18	12/01/20	\$ (3,127,100)
JPMorgan Chase Bank, N.A.	114,296,000	Receive	1-Month USD-LIBOR-ICE	1.842	Monthly	1/03/17	12/01/20	12/01/22	(6,428,000)
	\$ 228,592,000								\$ (9,555,100)

**JPC Nuveen Preferred Income Opportunities Fund**  
**Portfolio of Investments** (continued)**July 31, 2016**

For Fund portfolio compliance purposes, the Fund's industry classifications refer to any one or more of the industry sub-classifications used by one or more widely recognized market indexes or ratings group indexes, and/or as defined by Fund management. This definition may not apply for purposes of this report, which may combine industry sub-classifications into sectors for reporting ease.

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to common shares unless otherwise noted.
- (2) For fair value measurement disclosure purposes, investment classified as Level 2. See Notes to Financial Statements, Note 2 Investment Valuation and Fair Value Measurements for more information.
- (3) Investment, or a portion of investment, is hypothecated as described in the Notes to Financial Statements, Note 8 Borrowing Arrangements, Rehypothecation. The total value of investments hypothecated as of the end of the reporting period was \$144,435,630.
- (4) For financial reporting purposes, the ratings disclosed are the highest of Standard & Poor's Group (Standard & Poor's), Moody's Investors Service, Inc. (Moody's) or Fitch, Inc. (Fitch) rating. This treatment of split-rated securities may differ from that used for other purposes, such as for Fund investment policies. Ratings below BBB by Standard & Poor's, Baa by Moody's or BBB by Fitch are considered to be below investment grade. Holdings designated N/R are not rated by any of these national rating agencies. Ratings are not covered by the report of independent registered public accounting firm.
- (5) Investment, or portion of investment, has been pledged to collateralize the net payment obligations for investments in derivatives.
- (6) Perpetual security. Maturity date is not applicable.
- (7) Contingent Capital Securities (CoCos) are debt or preferred securities with loss absorption characteristics built into the terms of the security for the benefit of the issuer, for example an automatic write-down of principal or a mandatory conversion into the issuer's common stock under certain adverse circumstances, such as the issuer's capital ratio falling below a specified level. As of the end of the reporting period, the Fund's total investment in CoCos was \$117,452,757, representing 11.5% and 8.2% of Net Assets Applicable to Common Shares and Total Investments, respectively.
- (8)

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The Fund may pledge up to 100% of its eligible investments (excluding any investments separately pledged as collateral for specific investments in derivatives, when applicable) in the Portfolio of Investments as collateral for borrowings. As of the end of the reporting period, investments with a value of \$922,688,853 have been pledged as collateral for borrowings.

- (9) Borrowings as a percentage of Total Investments is 28.3%.
- (10) Other assets less liabilities includes the unrealized appreciation (depreciation) of certain over-the-counter ( OTC ) derivatives as presented on the Statement of Assets and Liabilities, when applicable. The unrealized appreciation (depreciation) of OTC-cleared and exchange-traded derivatives is recognized as part of the cash collateral at brokers and/or the receivable or payable for variation margin as presented on the Statement of Assets and Liabilities, when applicable. Other assets less liabilities also includes the value of options as presented on the Statement of Assets and Liabilities.
- (11) For disclosure purposes, Notional Amount is calculated by multiplying the Number of Contracts by the Strike Price by 100.
- (12) Effective date represents the date on which both the Fund and counterparty commence interest payment accruals on each contract.
- 144A Investment is exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These investments may only be resold in transactions exempt from registration, which are normally those transactions with qualified institutional buyers.
- Reg S Regulation S allows U.S. companies to sell securities to persons or entities located outside of the United States without registering those securities with the Securities and Exchange Commission. Specifically, Regulation S provides a safe harbor from the registration requirements of the Securities Act for the offers and sales of securities by both foreign and domestic issuers that are made outside the United States.
- ADR American Depositary Receipt
- REIT Real Estate Investment Trust

USD-LIBOR-ICE United States Dollar London Inter-Bank Offered Rate Intercontinental Exchange

*See accompanying notes to financial statements.*

## JPI

Nuveen Preferred and Income Term Fund  
Portfolio of Investments

July 31, 2016

Shares	Description (1)	Coupon	Ratings (2)	Value
<b>LONG-TERM INVESTMENTS 139.6% (100.0% of Total Investments)</b>				
<b>\$25 PAR (OR SIMILAR) RETAIL PREFERRED 44.7% (32.0% of Total Investments)</b>				
<b>Banks 14.1%</b>				
143,400	AgriBank FCB, (3)	6.875%	BBB+	\$ 15,482,726
355,166	Citigroup Inc.	7.125%	BB+	10,683,393
44,969	Citigroup Inc.	6.875%	BB+	1,338,727
163,800	Cobank Agricultural Credit Bank, (3)	6.250%	BBB+	16,953,300
40,797	Cobank Agricultural Credit Bank, (3)	6.200%	BBB+	4,162,571
15,100	Countrywide Capital Trust III	7.000%	BBB	384,446
117,900	Fifth Third Bancorp.	6.625%	Baa3	3,656,079
157,500	Huntington BancShares Inc.	6.250%	Baa3	4,364,325
38,600	PNC Financial Services	6.125%	Baa2	1,170,352
124,753	Private Bancorp Incorporated	7.125%	N/R	3,272,271
87,100	Regions Financial Corporation	6.375%	BB	2,344,732
331,800	Regions Financial Corporation	6.375%	BB	9,602,292
19,600	U.S. Bancorp.	6.500%	A3	601,132
114,600	Wells Fargo REIT	6.375%	BBB+	3,187,026
46,410	Zions Bancorporation	6.300%	BB	1,419,682
	Total Banks			78,623,054
<b>Capital Markets 4.8%</b>				
94,900	Goldman Sachs Group, Inc.	5.500%	Ba1	2,568,943
461,300	Morgan Stanley	7.125%	Ba1	13,912,807
235,300	Morgan Stanley	6.875%	Ba1	6,941,350
71,300	Northern Trust Corporation	5.850%	BBB+	1,970,732
54,750	State Street Corporation	5.350%	Baa1	1,514,933
	Total Capital Markets			26,908,765
<b>Consumer Finance 1.4%</b>				
149,800	Discover Financial Services	6.500%	BB	3,993,668
156,285	GMAC Capital Trust I	8.125%	B+	3,972,765
	Total Consumer Finance			7,966,433
<b>Diversified Financial Services 0.3%</b>				
71,600	KKR Financial Holdings LLC	7.375%	BBB	1,883,796
<b>Electric Utilities 0.4%</b>				
81,000	Entergy Arkansas Inc., (3)	6.450%	Baa3	2,035,125
<b>Food Products 3.9%</b>				
267,600	CHS Inc.	7.875%	N/R	8,143,068

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161,100	CHS Inc.	7.100%	N/R	4,884,552
141,800	CHS Inc.	6.750%	N/R	4,147,650
24,000	Dairy Farmers of America Inc., 144A, (3)	7.875%	Baa3	2,544,000
20,500	Dairy Farmers of America Inc., 144A, (3)	7.875%	Baa3	2,132,642
	Total Food Products			21,851,912
	<b>Insurance 12.3%</b>			
14,421	Aegon N.V	8.000%	Baa1	392,684
168,500	Arch Capital Group Limited	6.750%	BBB+	4,642,175
59,200	Aspen Insurance Holdings Limited	7.250%	BBB	1,568,208
432,500	Aspen Insurance Holdings Limited	5.950%	BBB	12,516,550
177,623	Axis Capital Holdings Limited	6.875%	BBB	4,685,695
61,100	Delphi Financial Group, Inc., (3)	7.376%	BB+	1,317,469
147,600	Hartford Financial Services Group Inc.	7.875%	BBB	4,630,212
395,100	Kemper Corporation	7.375%	Ba1	11,023,290
323,546	Maiden Holdings Limited	8.250%	BB	8,635,443

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**JPI Nuveen Preferred and Income Term Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Shares	Description (1)	Coupon	Ratings (2)	Value	
<b>Insurance (continued)</b>					
163,333	Maiden Holdings NA Limited	7.750%	BBB	\$ 4,436,124	
205,000	Reinsurance Group of America Inc.	6.200%	BBB	6,281,200	
239,900	Reinsurance Group of America, Inc.	5.750%	BBB	6,422,123	
74,800	Torchmark Corporation	6.125%	BBB+	1,991,176	
	<b>Total Insurance</b>			<b>68,542,349</b>	
<b>Oil, Gas &amp; Consumable Fuels</b>					
<b>1.0%</b>					
219,800	Nustar Logistics Limited Partnership	7.625%	Ba2	5,593,910	
<b>Thriffs &amp; Mortgage Finance</b>					
<b>1.6%</b>					
172,400	Federal Agricultural Mortgage Corporation	6.875%	N/R	4,787,548	
146,600	Federal Agricultural Mortgage Corporation	6.000%	N/R	4,307,108	
	<b>Total Thriffs &amp; Mortgage Finance</b>			<b>9,094,656</b>	
<b>U.S. Agency 4.9%</b>					
255,100	Farm Credit Bank of Texas, (3)	6.750%	Baa1	27,550,800	
	<b>Total \$25 Par (or similar) Retail Preferred (cost \$228,651,492)</b>			<b>250,050,800</b>	
<b>Principal Amount (000)</b>	<b>Description (1)</b>	<b>Coupon</b>	<b>Maturity</b>	<b>Ratings (2)</b>	<b>Value</b>
<b>CORPORATE BONDS 10.9% (7.8% of Total Investments)</b>					
<b>Banks 7.3%</b>					
\$ 6,330	Bank of America Corporation	6.250%	N/A (4)	BB+	\$ 6,630,675
2,850	Bank of America Corporation	6.300%	N/A (4)	BB+	3,105,608
5,390	ING Groep N.V, (5)	6.500%	N/A (4)	BBB	5,154,188
12,110	JPMorgan Chase & Company	6.750%	N/A (4)	BBB	13,637,676
9,955	JPMorgan Chase & Company	5.300%	N/A (4)	BBB	10,248,673
2,110	M&T Bank Corporation	6.450%	N/A (4)	Baa2	2,347,375
38,745	<b>Total Banks</b>				<b>41,124,195</b>
<b>Capital Markets 2.1%</b>					
11,735	Goldman Sachs Group Inc.	5.375%	N/A (4)	Ba1	11,914,603
<b>Diversified Financial Services</b>					
<b>0.6%</b>					
3,360	BNP Paribas, 144A, (5)	7.625%	N/A (4)	BBB	3,491,040
<b>Food Products 0.3%</b>					
1,410		7.450%	3/15/28	BB+	1,515,750

	Land O Lakes Capital Trust I, 144A, (6)				
	<b>Insurance 0.6%</b>				
	2,600	Security Benefit Life Insurance Company, 144A	7.450%	10/01/33	BBB 3,096,902
\$	57,850	Total Corporate Bonds (cost \$58,604,955)			61,142,490

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (2)	Value
	<b>\$1,000 PAR (OR SIMILAR) INSTITUTIONAL PREFERRED Investments)</b>			<b>84.0% (60.2% of Total</b>	
	<b>Banks 32.0%</b>				
\$	2,450	Australia and New Zealand Banking Group Limited of the United Kingdom, 144A, (5)	6.750%	N/A (4)	Baa1 \$ 2,663,696
	2,200	Banco Bilbao Vizcaya Argentaria S.A, Reg S, (5)	9.000%	N/A (4)	BB 2,271,500
	600	Banco Santander SA, Reg S, (5)	6.375%	N/A (4)	Ba1 548,090
	1,557	Bank of America Corporation	8.000%	N/A (4)	BB+ 1,582,114
	6,125	Bank of America Corporation	6.500%	N/A (4)	BB+ 6,687,734
	4,000	Barclays Bank PLC, 144A	10.180%	6/12/21	A 5,112,796
	16,080	Barclays PLC, (5)	8.250%	N/A (4)	BB+ 16,361,400

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (2)	Value
<b>Banks (continued)</b>					
\$ 325	Citigroup Inc.	6.250%	N/A (4)	BB+	\$ 350,188
8,120	Citigroup Inc.	6.125%	N/A (4)	BB+	8,443,014
8,435	Citigroup Inc.	5.875%	N/A (4)	BB+	8,492,948
4,540	Citizens Financial Group Inc.	5.500%	N/A (4)	BB+	4,471,900
4,895	Cobank Agricultural Credit Bank	6.250%	N/A (4)	BBB+	5,298,098
4,265	Commerzbank AG, 144A	8.125%	9/19/23	BBB	4,962,029
2,490	Credit Agricole SA, 144A, (5)	8.125%	N/A (4)	Ba1	2,620,725
4,250	Credit Agricole, S.A, 144A, (5)	6.625%	N/A (4)	Ba1	4,050,250
4,351	HSBC Capital Funding LP, Debt, 144A	10.176%	N/A (4)	Baa1	6,395,970
3,790	HSBC Holdings PLC, (5)	6.875%	N/A (4)	BBB	3,903,700
7,485	Intesa Sanpaolo SpA, 144A, (5)	7.700%	N/A (4)	Ba3	6,792,638
21,445	Lloyds Banking Group PLC, (5)	7.500%	N/A (4)	BB+	21,391,387
4,390	Nordea Bank AB, 144A, (5)	6.125%	N/A (4)	BBB	4,346,100
4,855	PNC Financial Services Inc.	6.750%	N/A (4)	Baa2	5,455,806
5,473	Royal Bank of Scotland Group PLC	7.648%	N/A (4)	BB	6,417,093
3,435	Royal Bank of Scotland Group PLC, (5)	7.500%	N/A (4)	BB	3,340,538
14,900	Societe Generale, 144A, (5)	7.875%	N/A (4)	BB+	14,155,000
3,790	Standard Chartered PLC, 144A, (5)	6.500%	N/A (4)	BBB	3,608,080
2,695	SunTrust Bank Inc.	5.625%	N/A (4)	Baa3	2,782,588
270	U.S. Bancorp.	5.125%	N/A (4)	A3	283,840
4,010	Wachovia Capital Trust III	5.570%	N/A (4)	BBB	4,010,000
9,182	Wells Fargo & Company	7.980%	N/A (4)	BBB	9,765,516
11,675	Wells Fargo & Company	5.875%	N/A (4)	BBB	12,857,094
	Total Banks				179,421,832
	<b>Capital Markets 5.9%</b>				
3,500	Bank of New York Mellon Corporation	4.950%	N/A (4)	Baa1	3,570,000
9,407	Credit Suisse Group AG, 144A, (5)	7.500%	N/A (4)	BB	9,736,245
2,380	Goldman Sachs Group Inc.	5.300%	N/A (4)	Ba1	2,418,675
3,100	Morgan Stanley	5.550%	N/A (4)	Ba1	3,138,750
2,105	State Street Corporation	5.250%	N/A (4)	Baa1	2,210,250
7,512	UBS Group AG, Reg S, (5)	7.125%	N/A (4)	BB+	7,704,683
3,865	UBS Group AG, Reg S, (5)	7.000%	N/A (4)	BB+	4,125,401
	Total Capital Markets				32,904,004
	<b>Consumer Finance 2.4%</b>				
3,635	American Express Company	5.200%	N/A (4)	Baa2	3,571,388
2,000	American Express Company	4.900%	N/A (4)	Baa2	1,930,000
7,600	Capital One Financial Corporation	5.550%	N/A (4)	Baa3	7,708,300
	Total Consumer Finance				13,209,688
	<b>Diversified Financial Services 8.1%</b>				

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15,700	Agstar Financial Services Inc., 144A	6.750%	N/A (4)	BB	16,656,718
4,330	BNP Paribas, 144A, (5)	7.375%	N/A (4)	BBB	4,416,600
6,040	BNP Paribas, 144A	7.195%	N/A (4)	BBB	6,688,545
2,500	Depository Trust & Clearing Corporation, 144A	4.875%	N/A (4)	A+	2,531,250
10,823	Rabobank Nederland, 144A	11.000%	N/A (4)	Baa2	13,230,506
1,697	Voya Financial Inc., (6)	5.650%	5/15/53	Baa3	1,637,605
	<b>Total Diversified Financial Services</b>				<b>45,161,224</b>
	<b>Electric Utilities 2.1%</b>				
10,705	Emera, Inc.	6.750%	6/15/76	BBB	11,537,314
	<b>Food Products 1.9%</b>				
8,895	Land O Lakes Incorporated, 144A	8.000%	N/A (4)	BB	9,361,988
1,275	Land O Lakes Inc., 144A	8.000%	N/A (4)	BB	1,341,938
	<b>Total Food Products</b>				<b>10,703,926</b>
	<b>Industrial Conglomerates 4.6%</b>				
24,127	General Electric Company	5.000%	N/A (4)	AA	25,951,604

NUVEEN 45

**JPI Nuveen Preferred and Income Term Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (2)	Value
	<b>Insurance 21.9%</b>				
\$ 7,215	Aviva PLC, Reg S	8.250%	N/A (4)	BBB	\$ 7,785,923
1,265	AXA SA	8.600%	12/15/30	A3	1,778,362
2,640	Cloverie PLC Zurich Insurance, Reg S	8.250%	N/A (4)	A	2,854,553
2,500	CNP Assurances, Reg S	7.500%	N/A (4)	BBB+	2,696,000
30,995	Financial Security Assurance Holdings, 144A, (6)	6.400%	12/15/66	BBB+	22,161,424
2,424	Friends Life Group PLC, Reg S	7.875%	N/A (4)	A	2,635,841
2,299	La Mondiale SAM, Reg S	7.625%	N/A (4)	BBB	2,466,137
4,175	MetLife Capital Trust X, 144A, (6)	9.250%	4/08/68	BBB	5,965,031
3,655	MetLife Inc.	5.250%	N/A (4)	BBB	3,657,924
7,703	Provident Financing Trust I, (6)	7.405%	3/15/38	Baa3	8,658,403
3,325	Prudential Financial Inc., (6)	5.875%	9/15/42	BBB+	3,684,931
13,600	QBE Cap Funding III Limited, 144A	7.250%	5/24/41	BBB	15,164,000
2,335	QBE Insurance Group Limited, Reg S	6.750%	12/02/44	BBB	2,565,581
20,020	Sirius International Group Limited, 144A	7.506%	N/A (4)	BB+	20,095,075
20,226	Symetra Financial Corporation, 144A, (6)	8.300%	10/15/37	Baa2	20,504,108
	Total Insurance				122,673,293
	<b>Machinery 0.4%</b>				
2,345	Stanley Black & Decker Inc., (6)	5.750%	12/15/53	BBB+	2,492,266
	<b>Metals &amp; Mining 1.2%</b>				
6,170	BHP Billiton Finance USA Limited, 144A	6.250%	10/19/75	A	6,679,025
	<b>Real Estate Investment Trust 2.8%</b>				
12,298	Sovereign Real Estate Investment Trust, 144A	12.000%	N/A (4)	Ba1	15,618,460
	<b>Specialty Retail 0.5%</b>				
2,850	Aquarius & Investments PLC fbo SwissRe, Reg S	8.250%	N/A (4)	N/R	3,080,260
	<b>U.S. Agency 0.2%</b>				
752	Farm Credit Bank of Texas	10.000%	N/A (4)	Baa1	902,400
	Total \$1,000 Par (or similar)				470,335,296
	Institutional Preferred (cost \$458,997,975)				
	<b>Total Long-Term Investments (cost \$746,254,422)</b>				<b>781,528,586</b>
	<b>Borrowings (40.2)% (7), (8)</b>				<b>(225,000,000)</b>

<b>Other Assets Less Liabilities (9)</b>	<b>0.6%</b>	<b>3,193,492</b>
<b>Net Assets Applicable to Common Shares</b>	<b>100%</b>	<b>\$ 559,722,078</b>

Investments in Derivatives as of July 31, 2016

**Interest Rate Swaps**

Counterparty	Notional Amount	Fund Pay/Receive Floating Rate	Floating Rate Index	Fixed Rate (Annualized)	Fixed Rate Payment Frequency	Effective Date (10)	Optional Termination Date	Termination Date	Value
JPMorgan Chase Bank, N.A.	\$ 84,375,000	Receive	1-Month USD-LIBOR-ICE	1.735%	Monthly	1/03/17	12/01/18	12/01/20	\$ (3,085,000)
JPMorgan Chase Bank, N.A.	84,375,000	Receive	1-Month USD-LIBOR-ICE	2.188	Monthly	1/03/17	12/01/20	12/01/22	(6,262,900)
	\$ 168,750,000								\$ (9,348,000)

For Fund portfolio compliance purposes, the Fund's industry classifications refer to any one or more of the industry sub-classifications used by one or more widely recognized market indexes or ratings group indexes, and/or as defined by Fund management. This definition may not apply for purposes of this report, which may combine industry sub-classifications into sectors for reporting ease.

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to common shares unless otherwise noted.
- (2) For financial reporting purposes, the ratings disclosed are the highest of Standard & Poor's Group ( Standard & Poor's ), Moody's Investors Service, Inc. ( Moody's ) or Fitch, Inc. ( Fitch ) rating. This treatment of split-rated securities may differ from that used for other purposes, such as for Fund investment policies. Ratings below BBB by Standard & Poor's, Baa by Moody's or BBB by Fitch are considered to be below investment grade. Holdings designated N/R are not rated by any of these national rating agencies. Ratings are not covered by the report of independent registered public accounting firm.
- (3) For fair value measurement disclosure purposes, investment classified as Level 2. See Notes to Financial Statements, Note 2 Investment Valuation and Fair Value Measurements for more information.
- (4) Perpetual security. Maturity date is not applicable.
- (5) Contingent Capital Securities ( CoCos ) are debt or preferred securities with loss absorption characteristics built into the terms of the security for the benefit of the issuer, for example an automatic write-down of principal or a mandatory conversion into the issuer's common stock under certain adverse circumstances, such as the issuer's capital ratio falling below a specified level. As of the end of the reporting period, the Fund's total investment in CoCos was \$120,681,261, representing 21.6% and 15.4% of Net Assets Applicable to Common Shares and Total Investments, respectively.
- (6) Investment, or a portion of investment, is hypothecated as described in the Notes to Financial Statements, Note 8 Borrowing Arrangements, Rehypothecation. The value of investments hypothecated as of the end of the reporting period was \$54,041,948.
- (7) The Fund may pledge up to 100% of its eligible investments (excluding any investments separately pledged as collateral for specific investments in derivatives, when applicable) in the Portfolio of Investments as collateral for borrowings. As of the end of the reporting period, investments with a value of \$539,434,563 have been pledged as collateral for borrowings.
- (8) Borrowings as a percentage of Total Investments is 28.8%.
- (9) Other assets less liabilities includes the unrealized appreciation (depreciation) of certain over-the-counter ( OTC ) derivatives as presented on the Statement of Assets and Liabilities, when applicable. The

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unrealized appreciation (depreciation) of OTC-cleared and exchange-traded derivatives is recognized as part of the cash collateral at brokers and/or the receivable or payable for variation margin as presented on the Statement of Assets and Liabilities, when applicable.

- (10) Effective date represents the date on which both the Fund and counterparty commence interest payment accruals on each contract.
- 144A Investment is exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These investments may only be resold in transactions exempt from registration, which are normally those transactions with qualified institutional buyers.
- Reg S Regulation S allows U.S. companies to sell securities to persons or entities located outside of the United States without registering those securities with the Securities and Exchange Commission. Specifically, Regulation S provides a safe harbor from the registration requirements of the Securities Act for the offers and sales of securities by both foreign and domestic issuers that are made outside the United States.
- REIT Real Estate Investment Trust

USD-LIBOR-ICE United States Dollar London Inter-Bank Offered Rate Intercontinental Exchange

*See accompanying notes to financial statements.*

NUVEEN 47



JPS

**Nuveen Preferred Securities Income Fund**  
(formerly Nuveen Quality Preferred Income Fund 2)

**Portfolio of Investments**

**July 31, 2016**

Shares	Description (1)	Coupon	Ratings (2)	Value
<b>LONG-TERM INVESTMENTS 143.8% (97.1% of Total Investments)</b>				
<b>\$25 PAR (OR SIMILAR) RETAIL PREFERRED 30.7% (20.7% of Total Investments)</b>				
<b>Banks 9.1%</b>				
105,300	AgriBank FCB, (3)	6.875%	BBB+	\$ 11,369,115
51,284	Barclays Bank PLC	8.125%	BB+	1,340,564
13,391	Citigroup Inc., (4)	7.125%	BB+	402,801
645,113	Citigroup Inc.	6.875%	BB+	19,205,014
37,500	Cobank Agricultural Credit Bank, (3)	6.250%	BBB+	3,881,250
53,000	Cobank Agricultural Credit Bank, (3), (4)	6.200%	BBB+	5,407,659
86,000	Fifth Third Bancorp.	6.625%	Baa3	2,666,860
154,809	First Naigara Finance Group	8.625%	Baa3	4,008,005
30,590	HSBC Holdings PLC	8.000%	Baa1	820,730
1,176,064	ING Groep N.V	7.200%	Baa3	30,895,201
873,854	ING Groep N.V	7.050%	Baa3	23,069,746
2,164,700	PNC Financial Services	6.125%	Baa2	65,633,703
104,608	TCF Financial Corporation	7.500%	BB	2,783,619
249,285	Wells Fargo & Company, (4)	5.850%	BBB	6,960,037
	Total Banks			178,444,304
<b>Capital Markets 1.4%</b>				
601,766	Deutsche Bank Capital Funding Trust II	6.550%	BB+	15,116,362
369,239	Goldman Sachs Group, Inc.	5.500%	Ba1	9,995,300
38,534	Morgan Stanley	7.125%	Ba1	1,162,185
74,642	State Street Corporation	5.900%	Baa1	2,196,714
	Total Capital Markets			28,470,561
<b>Diversified Telecommunication Services 2.8%</b>				
353,519	Qwest Corporation	7.500%	BBB	9,060,692
297,370	Qwest Corporation	7.375%	BBB	7,689,988
554,889	Qwest Corporation	7.000%	BBB	14,499,250
161,854	Qwest Corporation, (4)	7.000%	BBB	4,277,801
315,756	Qwest Corporation, (4)	6.875%	BBB	8,437,000
159,600	Qwest Corporation	6.625%	BBB	4,170,348
248,301	Qwest Corporation	6.125%	BBB	6,388,785
	Total Diversified Telecommunication Services			54,523,864
<b>Electric Utilities 1.0%</b>				
426,248	Alabama Power Company, (3)	6.450%	A3	11,428,775
203,256	Integrus Energy Group Inc., (3)	6.000%	Baa1	5,481,814

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88,577	Interstate Power and Light Company	5.100%	BBB	2,449,154
22,048	NextEra Energy Inc.	5.625%	BBB	573,028
	<b>Total Electric Utilities</b>			<b>19,932,771</b>
	<b>Food Products 0.7%</b>			
91,900	Dairy Farmers of America Inc., 144A, (3)	7.875%	Baa3	9,741,400
32,500	Dairy Farmers of America Inc., 144A, (3)	7.875%	Baa3	3,381,017
	<b>Total Food Products</b>			<b>13,122,417</b>
	<b>Insurance 8.8%</b>			
2,331,106	Aegon N.V	6.375%	Baa1	60,398,956
20,165	Aflac Inc.	5.500%	Baa1	536,792
611,000	Allstate Corporation	5.100%	Baa1	17,059,120
54,297	American Financial Group	6.250%	Baa2	1,505,113
357,568	Arch Capital Group Limited	6.750%	BBB+	9,850,998
41,987	Aspen Insurance Holdings Limited	7.250%	BBB	1,112,236
271,064	Aspen Insurance Holdings Limited	5.950%	BBB	7,844,592
748,733	Axis Capital Holdings Limited	6.875%	BBB	19,751,577

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Shares	Description (1)	Coupon	Ratings (2)	Value
<b>Insurance (continued)</b>				
131,293	Axis Capital Holdings Limited	5.500%	BBB	\$ 3,498,958
731,369	Delphi Financial Group, Inc., (3)	7.376%	BB+	15,770,144
212,730	Hartford Financial Services Group Inc.	7.875%	BBB	6,673,340
524,885	Prudential PLC	6.750%	A	14,213,886
416,100	Reinsurance Group of America Inc.	6.200%	BBB	12,749,304
127,798	Torchmark Corporation	5.875%	BBB+	3,307,412
	<b>Total Insurance</b>			<b>174,272,428</b>
<b>Machinery 0.0%</b>				
2,386	Stanley, Black, and Decker Inc., (4)	5.750%	BBB+	62,943
<b>Real Estate Investment Trust 1.8%</b>				
76,450	DDR Corporation	6.250%	Baa3	1,979,291
152,294	Digital Realty Trust Inc.	7.375%	Baa3	4,355,608
513,113	Hospitality Properties Trust	7.125%	Baa3	13,525,658
18,139	Kimco Realty Corporation	5.625%	Baa2	476,149
82,301	Prologis Inc., (3)	8.540%	BBB	5,804,797
176,879	Realty Income Corporation	6.625%	Baa2	4,658,993
130,203	Regency Centers Corporation	6.625%	Baa2	3,374,862
12,199	Ventas Realty LP	5.450%	BBB+	332,423
3,000	Welltower Inc.	6.500%	Baa2	79,650
	<b>Total Real Estate Investment Trust</b>			<b>34,587,431</b>
<b>U.S. Agency 1.2%</b>				
229,000	Farm Credit Bank of Texas, (3)	6.750%	Baa1	24,732,000
<b>Wireless Telecommunication Services 3.9%</b>				
58,738	Centaur Funding Corporation, Series B, 144A, (3)	9.080%	BBB	69,898,220
90,850	Telephone and Data Systems Inc.	7.000%	BB+	2,318,492
136,397	Telephone and Data Systems Inc.	6.875%	BB+	3,551,778
11,826	United States Cellular Corporation	7.250%	Ba1	313,862
10,591	United States Cellular Corporation	6.950%	Ba1	275,578
	<b>Total Wireless Telecommunication Services</b>			<b>76,357,930</b>
	<b>Total \$25 Par (or similar) Retail Preferred (cost \$545,765,263)</b>			<b>604,506,649</b>
Shares	Description (1)	Coupon	Ratings (2)	Value
<b>Convertible Preferred Securities 0.7% (0.5% of Total Investments)</b>				
<b>Banks 0.7%</b>				
10,632	Wells Fargo & Company	7.500%	BBB	\$ 14,153,956
	<b>Total Convertible Preferred Securities (cost \$12,541,444)</b>			<b>14,153,956</b>

Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (2)	Value
<b>CORPORATE BONDS 8.3% (5.6% of Total Investments)</b>					
<b>Banks 6.7%</b>					
\$ 7,000	Barclays Bank PLC, (5)	7.625%	11/21/22	BBB	\$ 7,824,600
26,400	Barclays Bank PLC, (5)	7.750%	4/10/23	BBB	28,050,000
1,250	Den Norske Bank	0.938%	N/A (6)	Baa2	655,000
1,250	Den Norske Bank	0.713%	N/A (6)	Baa2	648,750
16,000	ING Groep N.V, (5)	6.500%	N/A (6)	BBB	15,300,000
54,000	JPMorgan Chase & Company	6.750%	N/A (6)	BBB	60,812,100
13,225	Nordea Bank AB, 144A, (5)	5.500%	N/A (6)	BBB	13,109,281
5,000	Societe Generale, Reg S, (5)	8.250%	N/A (6)	BB+	5,087,500
124,125	Total Banks				131,487,231
<b>Capital Markets 0.3%</b>					
2,910	Macquarie Bank Limited, Reg S, (5)	10.250%	6/20/57	BB+	3,084,466

NUVEEN 49

**JPS Nuveen Preferred Securities Income Fund**  
(formerly Nuveen Quality Preferred Income Fund 2)  
**Portfolio of Investments** (continued)

July 31, 2016

Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (2)	Value
<b>Capital Markets</b> (continued)					
\$ 2,676	UBS AG Stamford, (5)	7.625%	8/17/22	BBB+	\$ 3,110,850
5,586	Total Capital Markets				6,195,316
<b>Construction &amp; Engineering 0.2%</b>					
4,000	Hutchison Whampoa International Limited, 144A	6.000%	N/A (6)	BBB	4,128,000
<b>Electric Utilities 0.1%</b>					
2,900	WPS Resource Corporation	0.000%	12/01/66	Baa1	2,204,000
<b>Insurance 0.8%</b>					
5,000	AIG Life Holdings Inc., 144A	8.125%	3/15/46	BBB	6,325,000
900	AXA, Reg S	5.500%	N/A (6)	A3	935,190
6,150	Liberty Mutual Group Inc., 144A, (7)	7.697%	10/15/97	BBB+	8,117,914
12,050	Total Insurance				15,378,104
<b>Multi-Utilities 0.1%</b>					
3,000	WEC Energy Group, Inc.	6.250%	5/15/67	Baa1	2,503,125
<b>Wireless Telecommunication Services 0.1%</b>					
1,600	Koninklijke KPN NV, 144A	7.000%	3/28/73	BB+	1,740,000
\$ 153,261	Total Corporate Bonds (cost \$157,370,016)				163,635,776

Principal Amount (000)/ Shares	Description (1)	Coupon	Maturity	Ratings (2)	Value
<b>\$1,000 PAR (OR SIMILAR) INSTITUTIONAL PREFERRED Investments) 102.8% (69.4% of Total)</b>					
<b>Banks 56.5%</b>					
\$ 27,800	Australia and New Zealand Banking Group Limited of the United Kingdom, 144A, (5)	6.750%	N/A (6)	Baa1	\$ 30,224,799
42,800	Banco Bilbao Vizcaya Argentaria S.A, Reg S, (5)	9.000%	N/A (6)	BB	44,191,000
20,600	Banco Santander SA, Reg S, (5)	6.375%	N/A (6)	Ba1	18,817,770
20,394	Bank of America Corporation, (4)	8.000%	N/A (6)	BB+	20,722,955
11,300	Bank of America Corporation	6.500%	N/A (6)	BB+	12,338,188
10,700	Bank of America Corporation	6.300%	N/A (6)	BB+	11,659,651

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3,600	Bank One Capital III, (7)	8.750%	9/01/30	Baa2	5,191,891
45,290	Barclays PLC, (5)	8.250%	N/A (6)	BB+	46,082,575
36,416	Barclays PLC, (5)	7.434%	N/A (6)	BB+	34,094,480
20,000	Chase Capital Trust III, Series C, (7)	0.777%	3/01/27	Baa2	17,100,000
10,000	Citigroup Inc.	8.400%	N/A (6)	BB+	11,037,500
3,000	Citigroup Inc.	6.250%	N/A (6)	BB+	3,232,500
39,300	Citigroup Inc., (4)	6.125%	N/A (6)	BB+	40,863,354
9,250	Citigroup Inc.	5.950%	N/A (6)	BB+	9,484,441
24,389	Citizens Financial Group Inc.	5.500%	N/A (6)	BB+	24,023,165
17,500	Cobank Agricultural Credit Bank	6.250%	N/A (6)	BBB+	18,941,108
23,653	Credit Agricole SA, 144A, (5)	7.875%	N/A (6)	BB+	23,416,470
50,400	Credit Agricole SA, 144A, (5)	8.125%	N/A (6)	Ba1	53,046,000
3,000	Credit Agricole SA, Reg S, (5)	8.125%	N/A (6)	Ba1	3,170,865
1,000	Credit Agricole, S.A, 144A, (5)	6.625%	N/A (6)	Ba1	953,000
9,000	Credit Agricole, S.A, Reg S, (5)	7.875%	N/A (6)	BB+	8,910,000
11,000	DNB Bank ASA, Reg S, (5)	5.750%	N/A (6)	BBB	10,725,000
19,300	Dresdner Funding Trust I, Reg S	8.151%	6/30/31	BB+	23,085,946
7,900	Dresdner Funding Trust, 144A	8.151%	6/30/31	BB+	9,313,705
25,580	First Union Capital Trust II, Series A, (4), (7)	7.950%	11/15/29	Baa1	34,081,232
10,000	HSBC Bank PLC	1.188%	N/A (6)	A3	5,712,500
7,000	HSBC Bank PLC	0.975%	N/A (6)	A3	4,109,000
30,000	HSBC Capital Funding LP, Debt, 144A	10.176%	N/A (6)	Baa1	44,100,000
55,205	HSBC Holdings PLC, (5)	6.875%	N/A (6)	BBB	56,861,150
2,000	JP Morgan Chase & Company	5.300%	N/A (6)	BBB	2,059,000
11,000	JPMorgan Chase & Company	6.000%	N/A (6)	BBB	11,506,000
3,500	JPMorgan Chase & Company	5.150%	N/A (6)	BBB	3,500,000

<b>Principal Amount (000)/ Shares</b>	<b>Description (1)</b>	<b>Coupon</b>	<b>Maturity</b>	<b>Ratings (2)</b>	<b>Value</b>
<b>Banks (continued)</b>					
\$ 8,000	KeyCorp Capital III, (7)	7.750%	7/15/29	Baa2	\$ 9,626,184
70,529	Lloyd s Banking Group PLC, (5)	7.500%	N/A (6)	BB+	70,352,678
9,850	Lloyd s Banking Group PLC, 144A	6.657%	N/A (6)	Ba1	10,785,750
4,800	Lloyd s Banking Group PLC, 144A	6.413%	N/A (6)	Ba1	5,208,000
44,500	M&T Bank Corporation	6.875%	N/A (6)	Baa2	44,833,750
9,100	M&T Bank Corporation, (4)	6.375%	N/A (6)	Baa1	9,464,000
12,330	Nordea Bank AB, Reg S, (5)	5.250%	N/A (6)	BBB	11,811,943
25,390	Nordea Bank AB, 144A, (5)	6.125%	N/A (6)	BBB	25,136,100
29,100	PNC Financial Services Inc.	6.750%	N/A (6)	Baa2	32,701,125
9,546	Royal Bank of Scotland Group PLC	7.648%	N/A (6)	BB	11,192,685
21,375	Royal Bank of Scotland Group PLC, (5)	8.000%	N/A (6)	BB	21,241,406
58,786	Royal Bank of Scotland Group PLC, (5)	7.500%	N/A (6)	BB	57,169,385
7,210	Skandinaviska Enskilda Bankenn AB, Reg S, (5)	5.750%	N/A (6)	BBB	7,079,571
59,900	Societe Generale, 144A, (5)	8.000%	N/A (6)	BB+	59,151,250
4,500	Societe Generale, 144A, (5)	7.875%	N/A (6)	BB+	4,275,000
2,450	Societe Generale, 144A	1.403%	N/A (6)	BB+	2,315,250
5,000	Societe Generale, Reg S, (5)	7.875%	N/A (6)	BB+	4,750,000
16,300	Standard Chartered PLC, 144A	7.014%	N/A (6)	Baa3	17,359,500
32,786	Svenska Handelsbanken AB, Reg S, (5)	5.250%	N/A (6)	BBB+	32,015,528
3,000	Swedbank AB, Reg S, (5)	5.500%	N/A (6)	BBB	2,996,250
29,525	Wells Fargo & Company, (4)	7.980%	N/A (6)	BBB	31,401,314
	<b>Total Banks</b>				<b>1,113,421,914</b>
	<b>Capital Markets 10.1%</b>				
18,700	Charles Schwab Corporation	7.000%	N/A (6)	BBB	21,598,500
12,100	Bank of New York Mellon Corporation	4.950%	N/A (6)	Baa1	12,342,000
36,300	Credit Suisse Group AG, 144A, (5)	7.500%	N/A (6)	BB	37,570,500
6,200	Credit Suisse Group AG, 144A, (5)	6.250%	N/A (6)	BB	5,990,812
14,000	Credit Suisse Group AG, Reg S, (5)	7.500%	N/A (6)	BB	14,490,000
15,000	Credit Suisse Group AG, Reg S, (5)	6.250%	N/A (6)	BB	14,499,600
3,500	Goldman Sachs Group Inc.	5.700%	N/A (6)	Ba1	3,552,500
6,150	Morgan Stanley	5.550%	N/A (6)	Ba1	6,226,875
32,178	UBS Group AG, Reg S, (5)	7.125%	N/A (6)	BB+	33,003,365
5,000	UBS Group AG, Reg S, (5)	6.875%	N/A (6)	BB+	5,065,345
5,609	UBS Group AG, Reg S, (5)	7.000%	N/A (6)	BB+	5,986,901
39,800	UBS Group AG, Reg S, (5)	6.875%	N/A (6)	BB+	39,087,898

Total Capital Markets					199,414,296
<b>Diversified Financial Services</b>					
<b>5.1%</b>					
5,000	BNP Paribas, Reg S, (5)	7.375%	N/A (6)	BBB	5,100,000
29,185	BNP Paribas, 144A, (5)	7.375%	N/A (6)	BBB	29,768,700
26,000	BNP Paribas, 144A, (5)	7.625%	N/A (6)	BBB	27,014,000
2,861	Countrywide Capital Trust III, Series B, (7)	8.050%	6/15/27	BBB	3,665,399
17,557	Rabobank Nederland, 144A	11.000%	N/A (6)	Baa2	21,463,433
13,905	Voya Financial Inc.	5.650%	5/15/53	Baa3	13,418,325
Total Diversified Financial Services					100,429,857
<b>Electric Utilities 2.2%</b>					
15,000	Emera, Inc.	0.000%	6/15/76	BBB	16,166,250
1,000	FPL Group Capital Inc.	6.350%	10/01/66	BBB	795,500
7,850	FPL Group Capital Inc., (7)	6.650%	6/15/67	BBB	6,459,216
23,482	PPL Capital Funding Inc., (7)	6.700%	3/30/67	BBB	19,842,290
Total Electric Utilities					43,263,256
<b>Industrial Conglomerates 4.9%</b>					
88,887	General Electric Company	5.000%	N/A (6)	AA	95,609,079
<b>Insurance 20.7%</b>					
3,598	Ace Capital Trust II, (7)	9.700%	4/01/30	BBB+	5,388,005
9,800	AIG Life Holdings Inc.	8.500%	7/01/30	BBB	12,760,502

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**JPS Nuveen Preferred Securities Income Fund**  
(formerly Nuveen Quality Preferred Income Fund 2)  
**Portfolio of Investments** (continued)

July 31, 2016

Principal Amount (\$000)/ Shares	Description (1)	Coupon	Maturity	Ratings (2)	Value
<b>Insurance</b> (continued)					
\$ 4,400	Allstate Corporation	5.750%	8/15/53	Baa1	\$ 4,620,000
1,200	Allstate Corporation, (7)	6.500%	5/15/57	Baa1	1,332,000
13,605	American International Group, Inc., (7)	8.175%	5/15/58	BBB	17,686,500
1,225	AON Corporation	8.205%	1/01/27	BBB	1,617,000
16,550	AXA SA, (7)	8.600%	12/15/30	A3	23,266,321
17,819	AXA SA, 144A	6.380%	N/A (6)	Baa1	19,437,856
32,854	Catlin Insurance Company Limited, 144A	7.249%	N/A (6)	BBB+	23,737,015
1,200	Everest Reinsurance Holdings, Inc.	6.600%	5/01/67	BBB	978,000
16,150	Glen Meadows Pass Through Trust, 144A	6.505%	8/15/67	BBB	11,984,592
8,100	Great West Life & Annuity Capital I, 144A, (7)	6.625%	11/15/34	A	9,666,726
12,250	Great West Life & Annuity Insurance Capital LP II, 144A, (7)	7.153%	5/16/46	A	10,810,625
11,688	Hartford Financial Services Group Inc., (7)	8.125%	6/15/68	BBB	12,798,360
20,369	Liberty Mutual Group, 144A	7.000%	3/15/37	Baa3	17,822,875
25,841	Liberty Mutual Group, 144A, (7)	7.800%	3/15/37	Baa3	28,748,113
3,277	Lincoln National Corporation	7.000%	5/17/66	BBB	2,363,536
11,390	Lincoln National Corporation, (7)	6.050%	4/20/67	BBB	8,143,850
26,100	MetLife Capital Trust IV, 144A, (7)	7.875%	12/15/37	BBB	32,350,950
31,700	MetLife Capital Trust X, 144A, (7)	9.250%	4/08/38	BBB	45,291,374
3,000	MetLife Inc.	10.750%	8/01/39	BBB	4,800,000
41,904	Nationwide Financial Services Inc., (7)	6.750%	5/15/37	Baa2	43,370,640
7,243	Oil Insurance Limited, 144A	3.613%	N/A (6)	Baa1	5,649,540
3,750	Provident Financing Trust I, (7)	7.405%	3/15/38	Baa3	4,215,113
305	Prudential Financial Inc.	8.875%	6/15/38	BBB+	340,075
27,180	Prudential Financial Inc., (7)	5.625%	6/15/43	BBB+	29,102,985
6,225	Prudential Financial Inc., (7)	5.875%	9/15/42	BBB+	6,898,856
1,300	Prudential PLC, Reg S	7.750%	N/A (6)	A	1,341,633
5,010	The Chubb Corporation, (7)	6.375%	4/15/37	BBB+	4,510,503
5,405	XL Capital Ltd	6.500%	N/A (6)	BBB	3,729,450
17,200	XLIT Limited	3.687%	N/A (6)	BBB	13,416,000
	Total Insurance				408,178,995
	<b>Machinery 0.3%</b>				

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6,000	Stanley Black & Decker Inc., (7)	5.750%	12/15/53	BBB+	6,376,800
	<b>Oil, Gas &amp; Consumable Fuels</b>				
	<b>1.3%</b>				
24,476	Enterprise Products Operating LP, (4), (7)	7.034%	1/15/68	Baa2	25,828,054
	<b>Real Estate Investment Trust</b>				
	<b>0.2%</b>				
3,722	Sovereign Capital Trusts	7.908%	6/13/36	Ba1	3,736,717
	<b>Road &amp; Rail 1.5%</b>				
25,485	Burlington Northern Santa Fe Funding Trust I, (7)	6.613%	12/15/55	A	28,989,188
	Total \$1,000 Par (or similar) Institutional Preferred (cost \$1,945,981,628)				2,025,248,156
<b>Shares</b>	<b>Description (1), (8)</b>				<b>Value</b>
	<b>INVESTMENT COMPANIES 1.3% (0.9% of Total Investments)</b>				
966,571	Blackrock Credit Allocation Income Trust IV			\$	12,826,397
648,621	John Hancock Preferred Income Fund III				13,076,200
	Total Investment Companies (cost \$34,279,960)				25,902,597
	<b>Total Long-Term Investments (cost \$2,695,938,311)</b>				<b>2,833,447,134</b>

Principal Amount (000)	Description (1)	Coupon	Maturity	Value
	<b>SHORT-TERM INVESTMENTS</b>	<b>4.3%</b>	<b>(2.9% of Total Investments)</b>	
	<b>REPURCHASE AGREEMENTS</b>	<b>4.3%</b>	<b>(2.9% of Total Investments)</b>	
\$ 85,125	Repurchase Agreement with Fixed Income Clearing Corporation, dated 7/29/16, repurchase price \$85,124,723, collateralized by \$65,905,000 U.S. Treasury Bonds, 3.625%, due 8/15/43, value \$86,829,838	0.030%	8/01/16	\$ 85,124,510
	<b>Total Short-Term Investments (cost \$85,124,510)</b>			<b>85,124,510</b>
	<b>Total Investments (cost \$2,781,062,821)</b>	<b>148.1%</b>		<b>2,918,571,644</b>
	<b>Borrowings (47.9%) (9), (10)</b>			<b>(945,000,000)</b>
	<b>Other Assets Less Liabilities (0.2%) (11)</b>			<b>(2,752,666)</b>
	<b>Net Assets Applicable to Common Shares</b>	<b>100%</b>		<b>\$ 1,970,818,978</b>

Investments in Derivatives as of July 31, 2016

**Interest Rate Swaps**

Counterparty	Notional Amount	Fund Pay/Receive Floating Rate	Floating Rate Index	Fixed Rate (Annualized)	Fixed Rate Payment Frequency	Effective Date (12)	Optional Termination Date	Termination Date	Value
JPMorgan Chase Bank, N.A.	\$ 227,569,000	Receive	1-Month USD-LIBOR-ICE	1.462%	Monthly	1/03/17	12/01/18	12/01/20	\$ (6,226)
JPMorgan Chase Bank, N.A.	227,569,000	Receive	1-Month USD-LIBOR-ICE	1.842	Monthly	1/03/17	12/01/20	12/01/22	(12,798)
	\$ 455,138,000								\$ (19,024)

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**JPS Nuveen Preferred Securities Income Fund**  
(formerly Nuveen Quality Preferred Income Fund 2)  
**Portfolio of Investments** (continued)

**July 31, 2016**

For Fund portfolio compliance purposes, the Fund's industry classifications refer to any one or more of the industry sub-classifications used by one or more widely recognized market indexes or ratings group indexes, and/or as defined by Fund management. This definition may not apply for purposes of this report, which may combine industry sub-classifications into sectors for reporting ease.

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to common shares unless otherwise noted.
- (2) For financial reporting purposes, the ratings disclosed are the highest of Standard & Poor's Group (Standard & Poor's), Moody's Investors Service, Inc. (Moody's) or Fitch, Inc. (Fitch) rating. This treatment of split-rated securities may differ from that used for other purposes, such as for Fund investment policies. Ratings below BBB by Standard & Poor's, Baa by Moody's or BBB by Fitch are considered to be below investment grade. Holdings designated N/R are not rated by any of these national rating agencies. Ratings are not covered by the report of independent registered public accounting firm.
- (3) For fair value measurement disclosure purposes, investment classified as Level 2. See Notes to Financial Statements, Note 2 Investment Valuation and Fair Value Measurements for more information.
- (4) Investment, or portion of investment, has been pledged to collateralize the net payment obligations for investments in derivatives.
- (5) Contingent Capital Securities (CoCos) are debt or preferred securities with loss absorption characteristics built into the terms of the security for the benefit of the issuer, for example an automatic write-down of principal or a mandatory conversion into the issuer's common stock under certain adverse circumstances, such as the issuer's capital ratio falling below a specified level. As of the end of the reporting period, the Fund's total investment in CoCos was \$919,616,038, representing 46.7% and 31.5% of Net Assets Applicable to Common Shares and Total Investments, respectively.
- (6) Perpetual security. Maturity date is not applicable.
- (7) Investment, or a portion of investment, is hypothecated as described in the Notes to Financial Statements, Note 8 Borrowing Arrangements, Rehypothecation. The value of investments hypothecated as of the end of the reporting period was \$403,529,531.

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- (8) A copy of the most recent financial statements for the investment companies can be obtained directly from the Securities and Exchange Commission on its website at <http://www.sec.gov>.
- (9) The Fund may pledge up to 100% of its eligible investments (excluding any investments separately pledged as collateral for specific investments in derivatives, when applicable) in the Portfolio of Investments as collateral for borrowings. As of the end of the reporting period, investments with a value of \$1,981,211,428 have been pledged as collateral for borrowings.
- (10) Borrowings as a percentage of Total Investments is 32.4%.
- (11) Other assets less liabilities includes the unrealized appreciation (depreciation) of certain over-the-counter ( OTC ) derivatives as presented on the Statement of Assets and Liabilities, when applicable. The unrealized appreciation (depreciation) of OTC-cleared and exchange-traded derivatives is recognized as part of the cash collateral at brokers and/or the receivable or payable for variation margin as presented on the Statement of Assets and Liabilities, when applicable.
- (12) Effective date represents the date on which both the Fund and counterparty commence interest payment accruals on each contract.
- 144A Investment is exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These investments may only be resold in transactions exempt from registration, which are normally those transactions with qualified institutional buyers.
- Reg S Regulation S allows U.S. companies to sell securities to persons or entities located outside of the United States without registering those securities with the Securities and Exchange Commission. Specifically, Regulation S provides a safe harbor from the registration requirements of the Securities Act for the offers and sales of securities by both foreign and domestic issuers that are made outside the United States.

USD-LIBOR-ICE United States Dollar London Inter-Bank Offered Rate Intercontinental Exchange

*See accompanying notes to financial statements.*

JPW

**Nuveen Flexible Investment Income Fund**  
**Portfolio of Investments**

July 31, 2016

Shares	Description (1)	Value
<b>LONG-TERM INVESTMENTS 138.0% (99.7% of Total Investments)</b>		
<b>COMMON STOCKS 21.8% (15.7% of Total Investments)</b>		
<b>Air Freight &amp; Logistics 0.7%</b>		
4,300	United Parcel Service, Inc., Class B	\$ 464,830
<b>Banks 1.4%</b>		
27,400	CIT Group Inc.	946,944
<b>Biotechnology 1.3%</b>		
11,000	Gilead Sciences, Inc.	874,170
<b>Capital Markets 2.0%</b>		
31,575	Ares Capital Corporation	478,046
36,338	Hercules Technology Growth Capital, Inc.	481,842
24,095	TPG Specialty Lending, Inc.	422,867
	Total Capital Markets	1,382,755
<b>Chemicals 0.6%</b>		
59,800	CVR Partners LP	437,138
<b>Diversified Consumer Services 0.8%</b>		
22,300	Stonemor Partners LP	588,051
<b>Industrial Conglomerates 3.3%</b>		
37,800	Philips Electronics	1,003,968
11,500	Siemens AG, Sponsored ADR, (2)	1,248,233
	Total Industrial Conglomerates	2,252,201
<b>Insurance 0.7%</b>		
15,600	Unum Group	521,196
<b>Media 1.4%</b>		
30,032	National CineMedia, Inc., (3)	467,899
10,800	Viacom Inc., Class B	491,076
	Total Media	958,975
<b>Multiline Retail 1.5%</b>		
23,200	Nordstrom, Inc.	1,026,136
<b>Pharmaceuticals 4.1%</b>		
37,700	AstraZeneca PLC, Sponsored ADR	1,287,078
33,800	GlaxoSmithKline PLC, Sponsored ADR	1,523,365
	Total Pharmaceuticals	2,810,443

**Real Estate Investment Trust 1.9%**

11,100	Apartment Investment & Management Company, Class A	510,267
29,600	MGM Growth Properties LLC, Class A	802,456
	<b>Total Real Estate Investment Trust</b>	<b>1,312,723</b>

**Software 0.7%**

11,400	Oracle Corporation, (3)	467,856
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**Tobacco 1.4%**

43,332	Vector Group Ltd.	957,204
	<b>Total Common Stocks (cost \$14,626,764)</b>	<b>15,000,622</b>

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**JPW Nuveen Flexible Investment Income Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Shares	Description (1)	Coupon	Ratings (4)	Value
<b>\$25 PAR (OR SIMILAR) RETAIL PREFERRED 34.0% (24.6% of Total Investments)</b>				
<b>Banks 4.3%</b>				
19,045	Boston Private Financial Holdings Inc.	6.950%	N/R	\$ 505,645
13,800	Citigroup Inc.	6.875%	BB+	410,826
17,429	Cowen Group, Inc.	8.250%	N/R	460,126
15,629	FNB Corporation	7.250%	Ba2	508,255
19,850	HSBC Holdings PLC	8.000%	Baa1	532,576
20,000	Huntington BancShares Inc.	6.250%	Baa3	554,200
	Total Banks			2,971,628
<b>Capital Markets 5.0%</b>				
17,138	Charles Schwab Corporation	6.000%	BBB	477,979
16,900	Hercules Technology Growth Capital Incorporated	6.250%	BBB	439,062
45,028	Ladenburg Thalmann Financial Services Inc.	8.000%	N/R	1,107,688
31,528	Morgan Stanley	7.125%	Ba1	950,884
18,213	Solar Capital Limited	6.750%	BBB	460,789
	Total Capital Markets			3,436,402
<b>Consumer Finance 2.3%</b>				
43,455	GMAC Capital Trust I	8.125%	B+	1,104,625
10,165	SLM Corporation, Series A	6.970%	Ba3	508,250
	Total Consumer Finance			1,612,875
<b>Electric Utilities 0.7%</b>				
17,845	Entergy Arkansas Inc., (2)	6.450%	Baa3	448,356
<b>Food Products 2.8%</b>				
30,300	CHS Inc.	7.100%	N/R	918,696
34,275	CHS Inc.	6.750%	N/R	1,002,544
	Total Food Products			1,921,240
<b>Insurance 4.7%</b>				
20,934	Argo Group US Inc.	6.500%	BBB	552,239
18,425	Endurance Specialty Holdings Limited	6.350%	BBB	517,927
16,081	Kemper Corporation	7.375%	Ba1	448,660
5,227	Maiden Holdings NA Limited	8.000%	BBB	136,425
19,325	Maiden Holdings NA Limited	7.750%	BBB	524,867
39,300	National General Holding Company, (3)	7.625%	N/R	1,021,800
	Total Insurance			3,201,918
<b>Oil, Gas &amp; Consumable Fuels 0.7%</b>				
1,452	Scorpio Tankers Inc.	7.500%	N/R	37,389



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17,500	Scorpio Tankers Inc.	6.750%	N/R	432,075
	<b>Total Oil, Gas &amp; Consumable Fuels</b>			<b>469,464</b>
	<b>Real Estate Investment Trust 9.5%</b>			
12,282	Arbor Realty Trust Incorporated	7.375%	N/R	314,051
14,400	Cedar Shopping Centers Inc., Series A	7.250%	N/R	378,864
14,015	Colony Financial Inc.	7.500%	N/R	356,401
14,000	Coresite Realty Corporation	7.250%	N/R	370,300
27,300	Digital Realty Trust Inc.	7.375%	Baa3	780,780
35,115	Dupont Fabros Technology	0.000%	Ba2	987,433
18,530	Northstar Realty Finance Corporation	8.875%	N/R	476,962
19,000	Northstar Realty Finance Corporation	8.750%	N/R	482,980
17,725	Penn Real Estate Investment Trust	8.250%	N/R	466,522
8,844	Penn Real Estate Investment Trust	3.375%	N/R	233,482
10,976	Retail Properties of America	7.000%	BB	296,352
15,954	Summit Hotel Properties Inc.	7.875%	N/R	426,610
36,440	VEREIT, Inc.	6.700%	N/R	984,609
	<b>Total Real Estate Investment Trust</b>			<b>6,555,346</b>

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Shares	Description (1)	Coupon		Ratings (4)	Value
	<b>Real Estate Management &amp; Development 0.7%</b>				
17,670	Kennedy-Wilson Inc.	7.750%		BB	\$ 464,014
	<b>Specialty Retail 1.3%</b>				
36,085	TravelCenters of America LLC	8.000%		N/R	923,415
	<b>Wireless Telecommunication Services 2.0%</b>				
51,573	United States Cellular Corporation	7.250%		Ba1	1,410,006
	Total \$25 Par (or similar) Retail Preferred (cost \$21,412,982)				23,414,664
Shares	Description (1)	Coupon	Maturity	Ratings (4)	Value
	<b>CONVERTIBLE PREFERRED SECURITIES 4.5% (3.2% of Total Investments)</b>				
	<b>Banks 1.8%</b>				
928	Wells Fargo & Company	7.500%	N/A (5)	BBB	\$ 1,235,409
	<b>Diversified Telecommunication Services 1.4%</b>				
9,700	Frontier Communications Corporation, (3)	11.125%	6/29/18	N/R	959,136
	<b>Pharmaceuticals 1.3%</b>				
1,000	Teva Pharmaceutical Industries Limited, (2)	7.000%	12/15/18	N/R	885,500
	Total Convertible Preferred Securities (cost \$2,873,920)				3,080,045
Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (4)	Value
	<b>CORPORATE BONDS 64.4% (46.6% of Total Investments)</b>				
	<b>Aerospace &amp; Defense 0.7%</b>				
\$ 500	Triumph Group Inc.	4.875%	4/01/21	Ba3	\$ 479,375
	<b>Automobiles 0.8%</b>				
425	General Motors Corporation	6.600%	4/01/36	BBB	525,968
	<b>Banks 3.1%</b>				
225	Bank of America Corporation	6.300%	N/A (5)	BB+	245,180
850	Citigroup Inc.	5.950%	N/A (5)	BB+	875,245
900	JPMorgan Chase & Company	6.750%	N/A (5)	BBB	1,013,534
1,975	Total Banks				2,133,959
	<b>Beverages 2.7%</b>				

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1,125	Anheuser Busch InBev Finance Inc.	4.900%	2/01/46	A	1,378,041
435	Cott Beverages Inc.	6.750%	1/01/20	B	456,206
1,560	Total Beverages				1,834,247
	<b>Biotechnology 1.2%</b>				
875	AMAG Pharmaceuticals Inc., 144A	7.875%	9/01/23	B+	847,438
	<b>Capital Markets 1.1%</b>				
300	BGC Partners Inc.	5.375%	12/09/19	BBB	316,631
475	Raymond James Financial Inc.	4.950%	7/15/46	BBB	475,872
775	Total Capital Markets				792,503
	<b>Chemicals 4.3%</b>				
925	A Schulman Inc., 144A	6.875%	6/01/23	B+	938,875
450	CVR Partners LP / CVR Nitrogen Finance Corp., 144A	9.250%	6/15/23	B+	460,125
1,075	Trinseo Materials Operating, 144A	6.750%	5/01/22	B+	1,123,374
450	Univar Inc., 144A	6.750%	7/15/23	B	462,375
2,900	Total Chemicals				2,984,749

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**JPW Nuveen Flexible Investment Income Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (4)	Value
<b>Commercial Services &amp; Supplies 3.4%</b>					
\$ 425	GFL Environmental Corporation, 144A	7.875%	4/01/20	B	\$ 438,813
525	GFL Environmental Corporation, 144A	9.875%	2/01/21	B	569,625
945	R.R. Donnelley & Sons Company	6.500%	11/15/23	BB	930,825
450	R.R. Donnelley & Sons Company	6.000%	4/01/24	BB	423,000
2,345	Total Commercial Services & Supplies				2,362,263
<b>Consumer Finance 2.1%</b>					
450	Ally Financial Inc.	5.750%	11/20/25	BB	468,563
900	Navient Corporation	8.000%	3/25/20	BB	961,875
1,350	Total Consumer Finance				1,430,438
<b>Diversified Telecommunication Services 7.8%</b>					
1,650	CenturyLink Inc.	7.650%	3/15/42	BB+	1,476,750
2,195	Frontier Communications Corporation	11.000%	9/15/25	BB	2,345,905
785	GCI Inc.	6.875%	4/15/25	BB	814,438
735	US West Communications Company	6.875%	9/15/33	BBB	734,401
5,365	Total Diversified Telecommunication Services				5,371,494
<b>Food &amp; Staples Retailing 3.0%</b>					
1,250	Rite Aid Corporation, 144A	6.125%	4/01/23	B	1,326,563
675	Whole Foods Market Inc., 144A	5.200%	12/03/25	BBB	730,449
1,925	Total Food & Staples Retailing				2,057,012
<b>Health Care Providers &amp; Services 1.2%</b>					
425	Kindred Healthcare Inc.	6.375%	4/15/22	B	392,063
450	Molina Healthcare Inc., 144A	5.375%	11/15/22	BB	459,000
875	Total Health Care Providers & Services				851,063
<b>Hotels, Restaurants &amp; Leisure 1.7%</b>					
1,000	McDonald's Corporation	4.875%	12/09/45	BBB+	1,196,018
<b>Household Durables 1.4%</b>					
950	Tempur Sealy International, Inc., 144A	5.500%	6/15/26	BB	961,286
<b>Machinery 5.7%</b>					
950	Automation Tooling Systems, Inc., 144A	6.500%	6/15/23	B+	969,000
850	Dana Financing Luxembourg Sarl, 144A	6.500%	6/01/26	BB+	871,250
730	Meritor Inc.	6.750%	6/15/21	B+	700,800

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1,350	Terex Corporation	6.000%	5/15/21	BB	1,373,625
3,880	Total Machinery				3,914,675
	<b>Media 2.7%</b>				
375	Dish DBS Corporation, 144A	7.750%	7/01/26	Ba3	388,828
1,550	Dish DBS Corporation	5.875%	11/15/24	Ba3	1,495,750
1,925	Total Media				1,884,578
	<b>Metals &amp; Mining 0.8%</b>				
500	ArcelorMittal	8.000%	10/15/39	BB+	530,000
	<b>Real Estate Investment Trust 3.0%</b>				
1,025	Communications Sales & Leasing Inc.	8.250%	10/15/23	BB	1,046,781
250	Iron Mountain Inc.	6.000%	8/15/23	BB	265,625
250	Iron Mountain Inc.	5.750%	8/15/24	B	256,798
475	Select Income REIT	4.500%	2/01/25	Baa2	471,504
2,000	Total Real Estate Investment Trust				2,040,708
	<b>Real Estate Management &amp; Development 2.3%</b>				
1,250	Greystar Real Estate Partners, LLC, 144A	8.250%	12/01/22	BB	1,327,350

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Principal Amount (000)	Description (1)	Coupon	Maturity	Ratings (4)	Value
<b>Real Estate Management &amp; Development (continued)</b>					
\$ 225	Kennedy-Wilson Holdings Incorporated	5.875%	4/01/24	BB	\$ 227,250
1,475	Total Real Estate Management & Development				1,554,600
<b>Semiconductors &amp; Semiconductor Equipment 3.6%</b>					
425	Amkor Technology Inc.	6.625%	6/01/21	BB	428,188
1,150	Micron Technology, Inc., 144A	5.625%	1/15/26	BB	1,020,625
925	Qorvo Inc., 144A	7.000%	12/01/25	BB+	1,002,469
2,500	Total Semiconductors & Semiconductor Equipment				2,451,282
<b>Specialty Retail 2.8%</b>					
1,800	L Brands, Inc.	6.875%	11/01/35	BB+	1,908,900
<b>Technology Hardware, Storage &amp; Peripherals 4.6%</b>					
950	Hewlett Packard Enterprise Co, 144A	6.350%	10/15/45	A	973,063
1,425	Seagate HDD Cayman	4.875%	6/01/27	BBB	1,195,395
900	Western Digital Corporation, 144A	10.500%	4/01/24	BB+	1,014,750
3,275	Total Technology Hardware, Storage & Peripherals				3,183,208
<b>Wireless Telecommunication Services 4.4%</b>					
900	Altice Financing SA, 144A	7.500%	5/15/26	BB	909,000
1,875	Viacom Inc.	6.875%	4/30/36	BBB+	2,153,684
2,775	Total Wireless Telecommunication Services				3,062,684
\$ 42,950	Total Corporate Bonds (cost \$42,728,525)				44,358,448
<b>Principal Amount (000)/ Shares</b>					
<b>Description (1)</b>				<b>Ratings (4)</b>	<b>Value</b>
<b>\$1,000 PAR (OR SIMILAR) INSTITUTIONAL PREFERRED of Total Investments)</b>					
<b>Banks 5.7%</b>					
\$ 900	Bank of America Corporation	6.500%	N/A (5)	BB+	\$ 982,687
450	Citigroup Inc.	5.800%	N/A (5)	BB+	450,000
100	Citigroup Inc.	6.250%	N/A (5)	BB+	107,750
350	Cobank Agricultural Credit Bank	6.250%	N/A (5)	BBB+	378,822
425	PNC Financial Services Inc.	6.750%	N/A (5)	Baa2	477,594

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450	Wells Fargo & Company	5.875%	N/A (5)	BBB	495,563
1,000	Zions Bancorporation	7.200%	N/A (5)	BB	1,055,000
	Total Banks				3,947,416
	<b>Capital Markets 0.3%</b>				
225	Goldman Sachs Group Inc.	5.300%	N/A (5)	Ba1	228,656
	<b>Consumer Finance 0.7%</b>				
475	Capital One Financial Corporation	5.550%	N/A (5)	Baa3	481,769
	<b>Electric Utilities 1.1%</b>				
700	Emera, Inc.	0.000%	6/15/76	BBB	754,425
	<b>Food Products 3.2%</b>				
1,495	Land O Lakes Incorporated, 144A	8.000%	N/A (5)	BB	1,573,487
575	Land O Lakes Inc., 144A	8.000%	N/A (5)	BB	605,188
	Total Food Products				2,178,675
	<b>Insurance 0.7%</b>				
400	Liberty Mutual Group, 144A	7.800%	3/15/37	Baa3	445,000
	Total \$1,000 Par (or similar)				8,035,941
	Institutional Preferred				
	(cost \$7,657,124)				

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**JPW Nuveen Flexible Investment Income Fund**  
**Portfolio of Investments (continued)**

July 31, 2016

Shares	Description (1)	Value
	<b>COMMON STOCK RIGHTS 1.6% (1.2% of Total Investments)</b>	
	<b>Financials 1.6%</b>	
21,025	Merrill Lynch International Company CV, 144A, (2)	\$ 1,111,382
	Total Common Stock Rights (cost \$1,075,008)	1,111,382
	<b>Total Long-Term Investments (cost \$90,374,323)</b>	<b>95,001,102</b>

Principal Amount (000)	Description (1)	Coupon	Maturity	Value
	<b>SHORT-TERM INVESTMENTS 0.4% (0.3% of Total Investments)</b>			
	<b>REPURCHASE AGREEMENTS 0.4% (0.3% of Total Investments)</b>			
\$ 277	Repurchase Agreement with Fixed Income Clearing Corporation, dated 7/29/16, repurchase price \$277,235, collateralized by \$215,000 U.S. Treasury Bonds, 3.750%, due 11/15/43, value \$287,831	0.030%	8/01/16	\$ 277,234
	<b>Total Short-Term Investments (cost \$277,234)</b>			<b>277,234</b>
	<b>Total Investments (cost \$90,651,557)</b>			<b>95,278,336</b>
	<b>138.4%</b>			
	<b>Borrowings (39.2)% (6), (7)</b>			<b>(27,000,000)</b>
	<b>Other Assets Less Liabilities 0.8% (8)</b>			<b>542,781</b>
	<b>Net Assets Applicable to Common Shares 100%</b>			<b>\$ 68,821,117</b>

Investments in Derivatives as of July 31, 2016

**Call Options Written**

Number of Contracts	Description	Notional Amount (9)	Expiration Date	Strike Price	Value
(138)	CIT Group Inc.	\$ (510,600)	10/21/16	\$ 37	\$ (10,626)
(569)	CVR Partners LP	(569,000)	8/19/16	10	(1,423)
(116)	Nordstrom, Inc.	(522,000)	10/21/16	45	(25,288)
(156)	Unum Group	(561,600)	9/16/16	36	(5,850)
(979)	Total Call Options Written (premium received \$62,794)	\$ (2,163,200)			\$ (43,187)

For Fund portfolio compliance purposes, the Fund's industry classifications refer to any one or more of the industry sub-classifications used by one or more widely recognized market indexes or ratings group indexes, and/or as defined



by Fund management. This definition may not apply for purposes of this report, which may combine industry sub-classifications into sectors for reporting ease.

- (1) All percentages shown in the Portfolio of Investments are based on net assets applicable to common shares unless otherwise noted.
  - (2) For fair value measurement disclosure purposes, investment classified as Level 2. See Notes to Financial Statements, Note 2 – Investment Valuation and Fair Value Measurements for more information.
  - (3) Investment, or portion of investment, has been pledged to collateralize the net payment obligations for investments in derivatives.
  - (4) For financial reporting purposes, the ratings disclosed are the highest of Standard & Poor's Group (Standard & Poor's), Moody's Investors Service, Inc. (Moody's) or Fitch, Inc. (Fitch) rating. This treatment of split-rated securities may differ from that used for other purposes, such as for Fund investment policies. Ratings below BBB by Standard & Poor's, Baa by Moody's or BBB by Fitch are considered to be below investment grade. Holdings designated N/R are not rated by any of these national rating agencies. Ratings are not covered by the report of independent registered public accounting firm.
  - (5) Perpetual security. Maturity date is not applicable.
  - (6) The Fund may pledge up to 100% of its eligible investments (excluding any investments separately pledged as collateral for specific investments in derivatives, when applicable) in the Portfolio of Investments as collateral for borrowings. As of the end of the reporting period, investments with a value of \$54,626,684 have been pledged as collateral for borrowings.
  - (7) Borrowings as a percentage of Total Investments is 28.3%.
  - (8) Other assets less liabilities includes the unrealized appreciation (depreciation) of certain over-the-counter (OTC) derivatives as presented on the Statement of Assets and Liabilities, when applicable. The unrealized appreciation (depreciation) of OTC-cleared and exchange-traded derivatives is recognized as part of the cash collateral at brokers and/or the receivable or payable for variation margin as presented on the Statement of Assets and Liabilities, when applicable. Other assets less liabilities also includes the value of options as presented on the Statement of Assets and Liabilities.
  - (9) For disclosure purposes, Notional Amount is calculated by multiplying the Number of Contracts by the Strike Price by 100.
- 144A Investment is exempt from registration under Rule 144A of the Securities Act of 1933, as amended. These investments may only be resold in transactions exempt from registration, which are normally those

transactions with qualified institutional buyers.

ADR American Depositary Receipt

REIT Real Estate Investment Trust

*See accompanying notes to financial statements.*

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**Statement of****Assets and Liabilities****July 31, 2016**

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
<b>Assets</b>				
Long-term investments, at value (cost \$1,338,041,220, \$746,254,422, \$2,695,938,311 and \$90,374,323, respectively)	\$ 1,421,254,855	\$ 781,528,586	\$ 2,833,447,134	\$ 95,001,102
Short-term investments, at value (cost approximates value)	6,077,118		85,124,510	277,234
Cash	1,779			
Cash collateral at brokers <sup>(1)</sup>		8,820,000		
Interest rate swaps premiums paid	2,582,545	2,434,836	5,141,974	
Receivable for:				
Dividends	1,437,536	410,163	1,545,658	66,635
Interest	10,540,817	7,327,627	35,126,384	924,305
Investments sold	6,080,413	5,225,497	879,329	181,149
Reclaims	103,738	76,514	178,015	
Other assets	239,794	35,161	453,632	3,917
<b>Total assets</b>	<b>1,448,318,595</b>	<b>805,858,384</b>	<b>2,961,896,636</b>	<b>96,454,342</b>
<b>Liabilities</b>				
Borrowings	404,100,000	225,000,000	945,000,000	27,000,000
Cash overdraft		1,402,016		
Options written, at value (premiums received \$156,444, \$ , \$ and \$62,794, respectively)	148,573			43,187
Unrealized depreciation on interest rate swaps	12,137,778	11,783,339	24,166,918	
Payable for:				
Dividends	6,393,839	3,659,332	12,517,005	413,038
Investments purchased	3,337,521	3,555,210	6,006,527	29,137
Accrued expenses:				
Interest on borrowings	58,832	32,758	129,292	27,501
Management fees	976,426	560,242	1,936,389	68,929
Trustees fees	228,619	32,618	441,383	164
Other	220,330	110,791	880,144	51,269
<b>Total liabilities</b>	<b>427,601,918</b>	<b>246,136,306</b>	<b>991,077,658</b>	<b>27,633,225</b>
Net assets applicable to common shares	\$ 1,020,716,677	\$ 559,722,078	\$ 1,970,818,978	\$ 68,821,117
Common shares outstanding	96,897,257	22,754,347	203,807,231	3,698,750
Net asset value ( NAV ) per common share outstanding	\$ 10.53	\$ 24.60	\$ 9.67	\$ 18.61
<b>Net assets applicable to common shares consist of:</b>				
	\$ 968,973	\$ 227,543	\$ 2,038,072	\$ 36,988

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Common shares, \$0.01 par value per share

Paid-in surplus	1,186,475,534	541,847,349	2,517,218,578	69,756,713
Undistributed (Over-distribution of) net investment income	(4,105,940)	(2,306,771)	7,301,841	(417,194)
Accumulated net realized gain (loss)	(233,702,908)	(3,536,868)	(669,081,418)	(5,201,776)
Net unrealized appreciation (depreciation)	71,081,018	23,490,825	113,341,905	4,646,386
Net assets applicable to common shares	\$ 1,020,716,677	\$ 559,722,078	\$ 1,970,818,978	\$ 68,821,117
Authorized shares:				
Common	Unlimited	Unlimited	Unlimited	Unlimited
Preferred	Unlimited	Unlimited	Unlimited	Unlimited

(1) Cash pledged to collateralize the net payment obligations for investments in derivatives.

*See accompanying notes to financial statements.*

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## Statement of

## Operations

Year Ended July 31, 2016

	Preferred Income Opportunities (JPC)	Preferred and Income Term (JPI)	Preferred Securities Income (JPS)	Flexible Investment Income (JPW)
<b>Investment Income</b>				
Dividends (net of tax withheld of \$116,596, \$33,828, \$ and \$8,422, respectively)	\$ 47,026,077	\$ 18,366,502	\$ 36,252,356	\$ 2,663,994
Interest	44,193,574	33,574,500	83,678,971	3,067,009
Other	373,909	209,689	472,846	
Total investment income	91,593,560	52,150,691	120,404,173	5,731,003
<b>Expenses</b>				
Management fees	11,386,857	6,613,310	15,445,924	787,500
Interest expense on borrowings	4,951,242	2,756,817	6,572,224	283,633
Custodian fees	184,990	95,730	220,393	54,764
Trustees fees	41,332	20,214	61,467	2,801
Professional fees	104,381	58,395	121,839	40,365
Shareholder reporting expenses	197,897	75,739	300,979	15,704
Shareholder servicing agent fees	3,917	164	5,451	141
Stock exchange listing fees	31,017	7,889	38,542	7,889
Investor relations expenses	116,988	64,961	186,523	31,492
Reorganization expenses			1,030,000	
Other	42,311	28,670	202,333	10,850
Total expenses	17,060,932	9,721,889	24,185,675	1,235,139
Net investment income (loss)	74,532,628	42,428,802	96,218,498	4,495,864
<b>Realized and Unrealized Gain (Loss)</b>				
Net realized gain (loss) from:				
Investments and foreign currency	(10,668,071)	(4,958,896)	26,780,229	(3,108,172)
Options written	675,301			191,671
Swaps	(201,344)	(188,141)	(315,121)	
Change in net unrealized appreciation (depreciation) of:				
Investments and foreign currency	30,658,823	12,020,430	14,627,646	3,687,179
Options written	(34,447)			7,904
Swaps	(9,202,900)	(7,177,526)	(20,717,250)	
Net realized and unrealized gain (loss)	11,227,362	(304,133)	20,375,504	778,582
Net increase (decrease) in net assets applicable to common shares from operations	\$ 85,759,990	\$ 42,124,669	\$ 116,594,002	\$ 5,274,446

See accompanying notes to financial statements.

**Statement of****Changes in Net Assets**

	<b>Preferred Income Opportunities (JPC)</b>		<b>Preferred and Income Term (JPI)</b>	
	<b>Year Ended 7/31/16</b>	<b>Year Ended 7/31/15</b>	<b>Year Ended 7/31/16</b>	<b>Year Ended 7/31/15</b>
<b>Operations</b>				
Net investment income (loss)	\$ 74,532,628	\$ 77,143,927	\$ 42,428,802	\$ 44,685,722
Net realized gain (loss) from:				
Investments and foreign currency	(10,668,071)	11,902,076	(4,958,896)	6,053,459
Options written	675,301	802,961		
Securities sold short				
Swaps	(201,344)	(2,050,447)	(188,141)	
Change in net unrealized appreciation (depreciation) of:				
Investments and foreign currency	30,658,823	(28,008,403)	12,020,430	(14,799,658)
Options written	(34,447)	42,318		
Swaps	(9,202,900)	(6,433,583)	(7,177,526)	(6,203,119)
Net increase (decrease) in net assets applicable to common shares from operations	85,759,990	53,398,849	42,124,669	29,736,404
<b>Distributions to Common Shareholders</b>				
From net investment income	(77,898,962)	(74,952,966)	(44,427,328)	(44,115,359)
From accumulated net realized gains			(4,150,107)	
Return of Capital				
Decrease in net assets applicable to common shares from distributions to common shareholders	(77,898,962)	(74,952,966)	(48,577,435)	(44,115,359)
<b>Capital Share Transactions</b>				
Common shares:				
Issued in the Reorganizations				
Net proceeds from shares issued to shareholders due to reinvestment of distributions	89,735		37,720	
Cost of shares repurchased and retired		(825,508)		
Net increase (decrease) in net assets applicable to common shares from capital share transactions	89,735	(825,508)	37,720	
Net increase (decrease) in net assets applicable to common shares	7,950,763	(22,379,625)	(6,415,046)	(14,378,955)
Net assets applicable to common shares at the beginning of period	1,012,765,914	1,035,145,539	566,137,124	580,516,079
Net assets applicable to common shares at the end of period	\$ 1,020,716,677	\$ 1,012,765,914	\$ 559,722,078	\$ 566,137,124

Undistributed (Over-distribution of) net investment income at the end of period	\$ (4,105,940)	\$ 1,637,742	\$ (2,306,771)	\$ 1,261,626
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*See accompanying notes to financial statements.*

## Statement of Changes in Net Assets (continued)

	Preferred Securities Income (JPS)		Flexible Investment Income (JPW)	
	Year Ended 7/31/16	Year Ended 7/31/15	Year Ended 7/31/16	Year Ended 7/31/15
<b>Operations</b>				
Net investment income (loss)	\$ 96,218,498	\$ 82,458,770	\$ 4,495,864	\$ 5,071,834
Net realized gain (loss) from:				
Investments and foreign currency	26,780,229	2,886,183	(3,108,172)	(1,921,095)
Options written			191,671	236,521
Securities sold short				2,461
Swaps	(315,121)	(2,270,269)		
Change in net unrealized appreciation (depreciation) of:				
Investments and foreign currency	14,627,646	(10,869,655)	3,687,179	(1,213,518)
Options written			7,904	11,703
Swaps	(20,717,250)	(7,688,673)		
Net increase (decrease) in net assets applicable to common shares from operations	116,594,002	64,516,356	5,274,446	2,187,906
<b>Distributions to Common Shareholders</b>				
From net investment income	(98,299,558)	(87,983,215)	(4,498,378)	(5,478,707)
From accumulated net realized gains				(1,783,583)
Return of capital			(735,483)	
Decrease in net assets applicable to common shares from distributions to common shareholders	(98,299,558)	(87,983,215)	(5,233,861)	(7,262,290)
<b>Capital Share Transactions</b>				
Common shares:				
Issued in the Reorganizations	778,167,361			
Net proceeds from shares issued to shareholders due to reinvestment of distributions	98,377			
Cost of shares repurchased and retired			(92,957)	
Net increase (decrease) in net assets applicable to common shares from capital share transactions	778,265,738		(92,957)	
Net increase (decrease) in net assets applicable to common shares	796,560,182	(23,466,859)	(52,372)	(5,074,384)
Net assets applicable to common shares at the beginning of period	1,174,258,796	1,197,725,655	68,873,489	73,947,873
Net assets applicable to common shares at the end of period	\$ 1,970,818,978	\$ 1,174,258,796	\$ 68,821,117	\$ 68,873,489
	\$ 7,301,841	\$ 10,224,717	\$ (417,194)	\$ (555,988)



Undistributed (Over-distribution of)  
net investment income at the end of  
period

*See accompanying notes to financial statements.*

## Statement of

## Cash Flows

Year Ended July 31, 2016

	Preferred Income Opportunities (JPC)	Preferred and Income Term (JPI)	Preferred Securities Income (JPS)	Flexible Investment Income (JPW)
<b>Cash Flows from Operating Activities:</b>				
<b>Net Increase (Decrease) In Net Assets Applicable to Common Shares from Operations</b>	\$ 85,759,990	\$ 42,124,669	\$ 116,594,002	\$ 5,274,446
Adjustments to reconcile the net increase (decrease) in net assets applicable to common shares from operations to net cash provided by (used in) operating activities:				
Purchases of investments	(385,862,540)	(175,814,087)	(759,637,954)	(55,076,321)
Proceeds from sales and maturities of investments	392,869,468	187,072,995	660,623,742	58,262,018
Proceeds from (Purchases of) short-term investments, net	6,915,815	4,677,630	(50,946,490)	2,375,202
Proceeds from (Payments for) swap contracts, net	(201,344)	(188,141)	(315,121)	
Premiums received for options written	1,166,113			349,668
Cash paid for terminated options written	(560,937)			(160,941)
Premiums received (paid) for interest rate swaps	(2,582,545)	(2,434,836)	(4,089,932)	
Amortization (Accretion) of premiums and discounts, net	193,063	262,185	407,479	(24,646)
(Increase) Decrease in:				
Cash collateral at brokers		(5,940,000)		
Receivable for dividends	(149,717)	40,958	40,366	41,077
Receivable for interest	(1,340,849)	10,269	(7,443,498)	(200,950)
Receivable for investments sold	(2,456,941)	(4,898,940)	(879,329)	(181,149)
Receivable for reclaims	8,871	5,553	(62,950)	2,364
Other assets	8,960	(1,934)	1,933	170
Increase (Decrease) in:				
Payable for investments purchased	(6,241,813)	416,233	2,756,895	(1,524,491)
Accrued interest on borrowings	35,560	19,800	102,467	4,556
Accrued management fees	(9,346)	(13,803)	775,260	(3,516)
Accrued Trustees fees	(4,630)	3,671	179,994	(37)
Accrued other expenses	(3,719)	(6,641)	(372,650)	11,804
Net realized (gain) loss from:				
Investments and foreign currency	10,668,071	4,958,896	(26,780,229)	3,108,172
Options written	(675,301)			(191,671)

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Swaps	201,344	188,141	315,121	
Change in net unrealized (appreciation) depreciation of:				
Investments and foreign currency	(30,658,823)	(12,020,430)	(14,627,646)	(3,687,179)
Options written	34,447			(7,904)
Swaps	9,202,900	7,177,526	20,717,250	
Net cash provided by (used in) operating activities	76,316,097	45,639,714	(62,641,290)	8,370,672
<b>Cash Flows from Financing Activities</b>				
Proceeds from borrowings			155,200,000	2,500,000
Repayments of borrowings				(5,500,000)
Increase (Decrease) in cash overdraft		1,402,016		
Cash distributions paid to common shareholders	(77,795,407)	(48,522,819)	(92,558,710)	(5,277,715)
Cost of common shares repurchased and retired				(92,957)
Net cash provided by (used in) financing activities	(77,795,407)	(47,120,803)	62,641,290	(8,370,672)
<b>Net Increase (Decrease) in Cash</b>	<b>(1,479,310)</b>	<b>(1,481,089)</b>		
Cash at the beginning of period	1,481,089	1,481,089		
Cash at the end of period	\$ 1,779	\$	\$	\$

<b>Supplemental Disclosure of Cash Flow Information*</b>	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
Cash paid for interest on borrowings (excluding borrowing costs)	\$ 4,915,682	\$ 2,737,017	\$ 6,469,757	\$ 279,077
Non-cash financing activities not included herein consists of reinvestments of common share distributions	89,735	37,720	98,377	

\* See Notes to Financial Statements, Note 1 General Information and Significant Accounting Policies, Fund Reorganizations for more information of the non-cash activities related to Preferred Securities Income s (JPS) Reorganization.

See accompanying notes to financial statements.

**Financial****Highlights**

Selected data for a common share outstanding throughout each period:

	Investment Operations			Less Distributions to Common Shareholders			Common Share		Ending Share Price	
	Beginning Common Share NAV	Net Investment (Loss)(a)	Net Realized/ Unrealized Gain (Loss)	Total Investment Income	From Accumulated Net Realized Gains	Discount from Shares Repurchased and Retired	Total	Ending NAV		
<b>Preferred Income Opportunities (JPC)</b>										
Year Ended 7/31:										
2016	\$ 10.45	\$ 0.77	\$ 0.11	\$ 0.88	\$(0.80)	\$	\$(0.80)	\$	\$ 10.53	\$ 10.43
2015	10.67	0.80	(0.25)	0.55	(0.77)		(0.77)	*	10.45	9.19
2014	10.26	0.79	0.38	1.17	(0.76)		(0.76)	*	10.67	9.34
2013(g)	10.28	0.46	(0.04)	0.42	(0.44)		(0.44)		10.26	9.35
Year Ended 12/31:										
2012	8.67	0.76	1.61	2.37	(0.76)		(0.76)		10.28	9.71
2011	9.62	0.51	(0.72)	(0.21)	(0.75)		(0.75)	0.01	8.67	8.01
<b>Preferred and Income Term (JPI)</b>										
Year Ended 7/31:										
2016	24.88	1.86	(0.01)	1.85	(1.95)	(0.18)	(2.13)		24.60	24.59
2015	25.51	1.96	(0.65)	1.31	(1.94)		(1.94)		24.88	22.28
2014	25.06	1.98	0.93	2.91	(1.97)	(0.49)	(2.46)		25.51	23.11
2013	23.81	1.89	1.32	3.21	(1.86)	(0.10)	(1.96)	*	25.06	23.68
2012(h)	23.88	*	(0.02)	(0.02)				(0.05)	23.81	25.50

	Borrowings at the End of Period(j)	
	Aggregate Amount Outstanding (000)	Asset Coverage Per \$1,000
<b>Preferred Income Opportunities (JPC)</b>		
Year Ended 7/31:		
2016	\$ 404,100	\$ 3,526
2015	404,100	3,506
2014	402,500	3,572
2013(g)	402,500	3,473

## Year Ended 12/31:

2012	383,750	3,599
2011	348,000	3,416

**Preferred and Income Term (JPI)**

## Year Ended 7/31:

2016	225,000	3,488
2015	225,000	3,516
2014	225,000	3,580
2013	225,000	3,535

(a) Per share Net Investment Income (Loss) is calculated using the average daily shares method.

(b) Total Return Based on Common Share NAV is the combination of changes in common share NAV, reinvested dividend income at NAV and reinvested capital gains distributions at NAV, if any. The last dividend declared in the period, which is typically paid on the first business day of the following month, is assumed to be reinvested at the ending NAV. The actual reinvest price for the last dividend declared in the period may often be based on the Fund's market price (and not its NAV), and therefore may be different from the price used in the calculation. Total returns are not annualized.

Total Return Based on Common Share Price the combination of changes in the market price per share and the effect of reinvested dividend income and reinvested capital gains distributions, if any, at the average price paid per share at the time of reinvestment. The last dividend declared in the period, which is typically paid on the first business day of the following month, is assumed to be reinvested at the ending market price. The actual reinvestment for the last dividend declared in the period may take place over several days, and in some instances may not be based on the market price, so the actual reinvestment price may be different from the price used in the calculation. Total returns are not annualized.

**Common Share Supplemental Data/  
Ratios Applicable to Common Shares  
Ratios to Average Net**

Common Share Total Returns		Assets Before Reimbursement(c)			Ratios to Average Net Assets After Reimbursement(c)(d)			
Based on NAV(b)	Based on Share Price(b)	Ending Net Assets (000)	Expenses	Net Investment Income (Loss)	Expenses	Net Investment Income (Loss)	Portfolio Turnover Rate(f)	
9.01%	23.47%	\$ 1,020,717	1.73%	7.58%	N/A	N/A	17%	
5.36	6.76	1,012,766	1.63	7.55	N/A	N/A	44	
11.97	8.50	1,035,146	1.67	7.73	N/A	N/A	41	
4.09	0.63	995,460	1.67***	7.47***	N/A	N/A	27	
28.17	31.44	997,484	1.79	7.85	N/A	N/A	123	
(2.23)	4.95	840,643	1.73	5.40	1.70%	5.43%	34	
7.96	20.97	559,722	1.77	7.73	N/A	N/A	23	
5.30	4.83	566,137	1.66	7.80	N/A	N/A	26	
12.34	8.71	580,516	1.73	7.96	N/A	N/A	37	
13.69	0.41	570,298	1.72	7.51	N/A	N/A	57	
(0.23)	2.00	476,252	0.97***	(0.96)***	N/A	N/A		

- (c) Net Investment Income (Loss) ratios reflect income earned and expenses incurred on assets attributable to borrowings, where applicable, as described in Note 8 – Borrowing Arrangements. Each ratio includes the effect of dividends expense on securities sold short and all interest expense paid and other costs related to borrowings, where applicable, as follows:

**Ratios of Dividends Expense on  
Securities Sold Short  
to Average  
Net  
Assets  
Applicable  
Ratios of Interest Expense  
to Average Net Assets**

**Preferred Income Opportunities (PIS) Shares (Common Shares)**

Year Ended 7/31:

2016	%	0.50%
2015		0.41
2014		0.43
2013(g)		0.45***

Year Ended 12/31:		
2012		0.52
2011	**	0.43

**Preferred and Income Term (JPI)**

Year Ended 7/31:		
2016	%	0.50%
2015		0.41
2014		0.45
2013(i)		0.48***

- (d) After expense reimbursement from the Adviser, where applicable. As of March 31, 2011, the Adviser is no longer reimbursing Preferred Income Opportunities (JPC) for any fees or expenses.
- (e) Effective for periods beginning after December 31, 2011, Preferred Income Opportunities (JPC) no longer makes short sales of securities.
- (f) Portfolio Turnover Rate is calculated based on the lesser of long-term purchases or sales (as disclosed in Note 5 Investment Transactions) divided by the average long-term market value during the period.
- (g) For the seven months ended July 31, 2013.
- (h) For the period July 26, 2012 (commencement of operations) through July 31, 2012.
- (i) For the period August 29, 2012 (first utilization date of borrowings) through July 31, 2013.
- (j) Preferred Income Term (JPI) did not utilize borrowings prior to the fiscal year ended July 31, 2013.
- N/A The Fund does not have or no longer has a contractual reimbursement agreement with the Adviser.

\* Rounds to less than \$0.01 per share.

\*\* Rounds to less than 0.01%.

\*\*\* Annualized.

*See accompanying notes to financial statements.*

**Financial Highlights** (continued)

Selected data for a common share outstanding throughout each period:

	Investment Operations			Less Distributions to Common Shareholders			Common Share			
	Beginning Common Share NAV	Net Investment Income (Loss)	Net Realized/ Unrealized Gain (Loss)	Total Investment Income	From Accumulated Net Realized Gains	Return of Capital	Discount Repurchased and Retired Shares	Offering Costs	Ending NAV	Ending Share Price
<b>Preferred Securities Income (JPS)</b>										
Year Ended 7/31:										
2016	\$ 9.75	\$ 0.69	\$ (0.07)	\$ 0.62	\$ (0.70)	\$	\$ (0.70)	\$	\$ 9.67	\$ 9.63
2015	9.95	0.68	(0.15)	0.53	(0.73)		(0.73)		9.75	9.08
2014	9.45	0.69	0.47	1.16	(0.66)		(0.66)		9.95	8.92
2013	9.12	0.69	0.30	0.99	(0.66)		(0.66)		9.45	8.47
2012	8.77	0.69	0.32	1.01	(0.66)		(0.66)		9.12	9.34
<b>Flexible Investment Income (JPW)</b>										
Year Ended 7/31:										
2016	18.59	1.21	0.22	1.43	(1.21)	(0.20)	(1.41)	*	18.61	16.78
2015	19.96	1.37	(0.78)	0.59	(1.47)	(0.49)	(1.96)		18.59	16.30
2014	18.91	1.42	1.14	2.56	(1.51)		(1.51)	*	19.96	18.28
2013(e)	19.10	0.03	(0.18)	(0.15)				(0.04)	18.91	19.80

	Borrowings at End of Period(i) Aggregate Amount Outstanding (000)	Asset Coverage Per \$1,000
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**Preferred Securities Income (JPS)**

Year Ended 7/31:

2016	\$ 945,000	\$ 3,086
2015	465,800	3,521
2014	464,000	3,581
2013	464,000	3,451
2012	427,000	3,570

**Flexible Investment Income (JPW)**

Year Ended 7/31:

2016	27,000	3,549
2015	30,000	3,296



2014

30,000

3,465

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Common Share Total Returns		Common Share Supplemental Data/ Ratios Applicable to Common Shares						Portfolio Turnover Rate(f)
		Ratios to Average Net Assets Before Reimbursement(c)			Ratios to Average Net Assets After Reimbursement(c)(d)			
Based on NAV(b)	Based on Share Price(b)	Ending Net Assets (000)	Expenses	Net Investment Income (Loss)	Expenses	Net Investment Income (Loss)		
6.77%	14.48%	\$ 1,970,819	1.84%	7.31%	N/A	N/A	36%	
5.47	10.35	1,174,259	1.64	6.92	1.64(h)	6.92(h)	8	
12.83	13.76	1,197,726	1.69	7.32	N/A	N/A	16	
10.98	(2.63)	1,137,303	1.71	7.23	N/A	N/A	32	
12.32	25.17	1,097,385	1.80	8.13	N/A	N/A	19	
8.49	12.89	68,821	1.91	6.96	N/A	N/A	63	
3.19	(0.02)	68,873	1.82	7.15	N/A	N/A	122	
14.26	0.80	73,948	1.70	7.51	N/A	N/A	71	
(0.99)	(1.00)	66,297	1.40**	1.93**	N/A	N/A	3	

(a) Per share Net Investment Income (Loss) is calculated using the average daily shares method.

(b) Total Return Based on Common Share NAV is the combination of changes in common share NAV, reinvested dividend income at NAV and reinvested capital gains distributions at NAV, if any. The last dividend declared in the period, which is typically paid on the first business day of the following month, is assumed to be reinvested at the ending NAV. The actual reinvest price for the last dividend declared in the period may often be based on the Fund's market price (and not its NAV), and therefore may be different from the price used in the calculation. Total returns are not annualized.

Total Return Based on Common Share Price is the combination of changes in the market price per share and the effect of reinvested dividend income and reinvested capital gains distributions, if any, at the average price paid per share at the time of reinvestment. The last dividend declared in the period, which is typically paid on the first business day of the following month, is assumed to be reinvested at the ending market price. The actual reinvestment for the last dividend declared in the period may take place over several days, and in some instances may not be based on the market price, so the actual reinvestment price may be different from the price used in the calculation. Total returns are not annualized.

(c) Net Investment Income (Loss) ratios reflect income earned and expenses incurred on assets attributable to borrowings, where applicable, as described in Note 8 – Borrowing Arrangements.

Each ratio includes the effect of all interest expense paid and other costs related to borrowings as follows:

**Ratios of Interest Expense  
to Average Net Assets  
Applicable to Common Shares**

**Preferred Securities Income (JPS)**

Year Ended 7/31:

2016	0.50%
2015	0.40
2014	0.43
2013	0.47
2012	0.55
<b>Flexible Investment Income (JPW)</b>	
Year Ended 7/31:	
2016	0.44%
2015	0.37
2014(g)	0.33**

- (d) After expense reimbursement from the Adviser, where applicable. As of September 30, 2010, the Adviser is no longer reimbursing Preferred Securities Income (JPS), respectively, for any fees or expenses.
- (e) For the period June 25, 2013 (commencement of operations) through July 31, 2013.
- (f) Portfolio Turnover Rate is calculated based on the lesser of long-term purchases or sales (as disclosed in Note 5 Investment Transactions) divided by the average long-term market value during the period.
- (g) For the period August 13, 2013 (first utilization date of borrowings) through July 31, 2014.
- (h) During the fiscal year ended July 31, 2015, the Adviser voluntarily reimbursed the Fund for certain expenses incurred in connection with a common share equity shelf program. As a result, the Expenses and Net Investment Income (Loss) Ratios to Average Net Assets Applicable to Common Shares reflect this voluntary expense reimbursement from Adviser.
- (i) Flexible Investment Income (JPW) did not utilize borrowings prior to the fiscal year ended July 31, 2014.

\* Rounds to less than \$0.01 per share.

\*\* Annualized.

N/A The Fund does not have or no longer has a contractual reimbursement agreement with the Adviser.

*See accompanying notes to financial statements.*

**Notes to**

**Financial Statements**

**1. General Information and Significant Accounting Policies**

**General Information**

*Fund Information*

The funds covered in this report and their corresponding New York Stock Exchange ( NYSE ) symbols are as follows (each a Fund and collectively, the Funds ):

Nuveen Preferred Income Opportunities Fund (JPC) ( Preferred Income Opportunities (JPC) )

Nuveen Preferred and Income Term Fund (JPI) ( Preferred and Income Term (JPI) )

Nuveen Preferred Securities Income Fund (JPS) ( Preferred Securities Income (JPS) )

Nuveen Flexible Investment Income Fund (JPW) ( Flexible Investment Income (JPW) )

The Funds are registered under the Investment Company Act of 1940, as amended, as diversified closed-end management investment companies. Preferred Income Opportunities (JPC), Preferred and Income Term (JPI), Preferred Securities Income (JPS) and Flexible Investment Income (JPW) were each organized as Massachusetts business trusts on January 27, 2003, April 18, 2012, June 24, 2002 and March 28, 2013, respectively.

The end of the reporting period for the Funds is July 31, 2016, and the period covered by these Notes to Financial Statements is the fiscal year ended July 31, 2016 (the current fiscal period ).

Effective May 9, 2016, in conjunction with its reorganization, Preferred Securities Income Fund (JPS) changed its name from Nuveen Quality Preferred Income Fund 2.

*Investment Adviser*

The Funds investment adviser is Nuveen Fund Advisors, LLC (the Adviser ), a wholly-owned subsidiary of Nuveen Investments, Inc. ( Nuveen ). Nuveen is an operating division of TIAA Global Asset Management. The Adviser has overall responsibility for management of the Funds, oversees the management of the Funds portfolios, manages the Funds business affairs and provides certain clerical, bookkeeping and other administrative services, and, if necessary, asset allocation decisions. The Adviser has entered into sub-advisory agreements with NWQ Investment Management Company, LLC ( NWQ ), an affiliate of Nuveen, Spectrum Asset Management, Inc. ( Spectrum ), and/or Nuveen Asset Management LLC ( NAM ), a subsidiary of the Adviser, (each a Sub-Adviser and collectively, the Sub-Advisers ). NWQ and NAM are each responsible for approximately half of Preferred Income Opportunities (JPC) portfolio. NAM manages the investment portfolio of Preferred and Income Term (JPI), Spectrum manages the investment portfolio of Preferred Securities Income (JPS), while NWQ manages the investment portfolio of Flexible Investment Income

(JPW). The Adviser is responsible for managing Preferred Income Opportunities (JPC), Preferred and Income Term s (JPI) and Preferred Securities Income s (JPS) investments in swap contracts.

*Investment Objectives and Principal Investment Strategies*

Preferred Income Opportunities (JPC) investment objective is to provide high current income and total return by investing at least 80% of its managed assets (as defined in Note 7 Management Fees and Other Transactions with Affiliates) in preferred securities, and up to 20% opportunistically over the market cycle in other types of securities, primarily income-oriented securities such as corporate and taxable municipal debt and common equity. At least 50% of its managed assets are rated investment grade (BBB/Baa or better by S&P, Moody s, or Fitch) at the time of investment.

Preferred and Income Term s (JPI) investment objective is to provide a high level of current income and total return. The Fund seeks to achieve its investment objective by investing in preferred securities and other income producing securities. Under normal market conditions, the Fund will invest at least 80% of its managed assets in preferred and other income producing securities. The Fund will invest at least 60% of its managed assets in securities rated investment grade (BBB-/Baa3 or higher) at the time of purchase.

Effective January 31, 2016, the 40% limit to the non-U.S. issuers for Preferred Income Opportunities (JPC) and Preferred and Income Term (JPI) was removed in order to allow for an increased number of contingent capital securities in each Fund s portfolio.

Preferred Securities Income Fund s (JPS) investment objective is high current income consistent with capital preservation. The Fund s secondary investment objective is to enhance portfolio value. The Fund invests at least 80% of its managed assets in preferred securities and up to 20% of its managed assets in debt securities, including convertible debt securities and convertible preferred securities. The Fund invests at least 50% (80% for the period August 1, 2015 through October 18, 2015 and 65% for the period October 19, 2015 through May 8, 2016) of its managed assets in securities that,

at the time of investment, are investment grade quality (BBB/Baa or better), which may include up to 10% in securities that are rated investment grade by at least one nationally recognized statistical rating organization. Effective May 8, 2016, the 45% limit to the non-U.S. issuers for the Fund was eliminated.

Flexible Investment Income s (JPW) investment objectives are to provide high current income and, secondarily, capital appreciation. Under normal circumstances, the Fund will invest at least 80% of its managed assets in income producing securities issued by companies located anywhere in the world. The Fund will invest in income producing securities across the capital structure in any type of debt, preferred or equity securities offered by a particular company, or debt securities issued by a government. The Fund will invest 100% of its managed assets in U.S. dollar-denominated securities, and may invest up to 50% of its managed assets in securities of non-U.S. companies. The Fund may invest up to 40% of its managed assets in equity securities (other than preferred securities). At least 25% of the aggregate market value of the Fund s investments in debt and preferred securities that are of a type customarily rated by a credit rating agency will be rated investment grade, or if unrated, will be judged to be of comparable quality by NWQ The Fund will invest at least 25% of its managed assets in securities issued by financial services companies. The Fund may invest up to 15% of its managed assets in securities and other instruments that, at the time of purchase, are illiquid. The Fund may opportunistically write (sell) covered call options on the Fund s portfolio of equity securities for the purpose of enhancing the Fund s risk-adjusted total return over time. The Fund anticipates using leverage to help achieve its investment objectives. The Fund may utilize leverage in the form of borrowings from a financial institution or the issuance of preferred shares or other senior securities, such as commercial paper or notes.

#### *Fund Reorganizations*

Effective prior to the opening of business on May 9, 2016, certain funds were reorganized into one, larger Fund included in this report (the Reorganizations ) as follows:

<b>Target Funds</b>	<b>Acquiring Fund</b>
Nuveen Quality Preferred Income Fund (JTP) ( Quality Preferred Income (JTP) )	Preferred Securities Income (JPS)
Nuveen Quality Preferred Income Fund 3 (JHP) ( Quality Preferred Income 3 (JHP) )	

For accounting and performance reporting purposes, the Acquiring Fund is the survivor.

Upon the closing of a reorganization, the Target Funds transfer their assets to the Acquiring Fund in exchange for common shares of the Acquiring Fund and the assumption by the Acquiring Fund of the liabilities of the Target Funds. The Target Funds are then liquidated, dissolved and terminated in accordance with their Declaration of Trust. Shareholders of the Target Funds become shareholders of the Acquiring Fund. Holders of common shares of the Target Funds receive newly issued common shares of the Acquiring Fund, the aggregate net asset value ( NAV ) of which is equal to the aggregate NAV of the common shares of the Target Funds held immediately prior to the reorganizations (including for this purpose fractional Acquiring Fund shares to which shareholders would be entitled). Details of Preferred Securities Income s (JPS) Reorganizations are further described in Note 9 Fund Reorganizations.

#### **Significant Accounting Policies**

Each Fund is an investment company and follows accounting and reporting guidance under Financial Accounting Standards Board (FASB) Accounting Standards Codification (ASC) Topic 946 Financial Services Investment

Companies. The following is a summary of significant accounting policies followed by the Funds in the preparation of their financial statements in accordance with U.S. generally accepted accounting principles ( U.S. GAAP ).

*Investment Transactions*

Investment transactions are recorded on a trade date basis. Realized gains and losses from investment transactions are determined on the specific identification method, which is the same basis used for federal income tax purposes. Investments purchased on a when-issued/delayed delivery basis may have extended settlement periods. Any investments so purchased are subject to market fluctuation during this period. The Funds have earmarked securities in their portfolios with a current value at least equal to the amount of the when-issued/delayed delivery purchase commitments.

As of the end of the reporting period, the Funds did not have any outstanding when-issued/delayed delivery purchase commitments.

*Investment Income*

Dividend income is recorded on the ex-dividend date or, for foreign securities, when information is available. Interest income, which reflects the amortization of premiums and includes accretion of discounts for financial reporting purposes, is recorded on an accrual basis. Interest income also reflects paydown gains and losses, if any. Other income is comprised of fees earned in connection with the rehypothecation of pledged collateral as further described in Note 8 Borrowing Arrangements, Rehypothecation.

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**Notes to Financial Statements** (continued)*Professional Fees*

Professional fees presented on the Statement of Operations consist of legal fees incurred in the normal course of operations, audit fees, tax consulting fees and, in some cases, workout expenditures. Workout expenditures are incurred in an attempt to protect or enhance an investment or to pursue other claims or legal actions on behalf of Fund shareholders. If a refund is received for workout expenditures paid in a prior reporting period, such amounts will be recognized as Legal fee refund on the Statement of Operations.

*Dividends and Distributions to Common Shareholders*

Distributions to common shareholders are recorded on the ex-dividend date. The amount and timing of distributions are determined in accordance with federal income tax regulations, which may differ from U.S. GAAP.

Dividends to common shareholders are declared monthly. For Preferred Income Opportunities (JPC), Preferred and Income Term (JPI) and Preferred Securities Income (JPS) net realized capital gains from investment transactions, if any, are declared and distributed to shareholders at least annually. Furthermore, capital gains are distributed only to the extent they exceed available capital loss carryforwards.

Subject to approval and oversight by the Funds Board of Trustees (the Board), Flexible Investment Income (JPW) seeks to establish a distribution rate that roughly corresponds to the cash flows from its investment strategies through regular distributions (a Cash Flow-Based Distribution Program). The Fund seeks to establish a relatively stable common share distribution rate that roughly corresponds to the Fund's net cash flows after expense from its investments over an extended period of time. Actual net cash flows the Fund receives may differ from the Fund's distribution rate over shorter time periods over a specific timeframe. The portion of distributions paid attributed to net unrealized gains, if any, is distributed from the Fund's assets and is treated by shareholders as a non-taxable distribution (Return of Capital) for tax purposes. In the event that total distributions during a calendar year exceed the Fund's total return on net asset value (NAV), the difference will reduce NAV per share. If the Fund's total return on NAV exceeds total distributions during a calendar year, the excess will be reflected as an increase in NAV per share. The final determination of the source and character of all distributions for the fiscal year is made after the end of the fiscal year and is reflected in the financial statements contained in the annual report as of July 31 each year.

*Indemnifications*

Under the Funds organizational documents, their officers and trustees are indemnified against certain liabilities arising out of the performance of their duties to the Funds. In addition, in the normal course of business, the Funds enter into contracts that provide general indemnifications to other parties. The Funds maximum exposure under these arrangements is unknown as this would involve future claims that may be made against the Funds that have not yet occurred. However, the Funds have not had prior claims or losses pursuant to these contracts and expect the risk of loss to be remote.

*Netting Agreements*

In the ordinary course of business, the Funds may enter into transactions subject to enforceable master repurchase agreements, International Swaps and Derivative Association, Inc. (ISDA) master agreements or other similar arrangements (netting agreements). Generally, the right to offset in netting agreements allows each Fund to offset certain securities and derivatives with a specific counterparty, when applicable, as well as any collateral received or



delivered to that counterparty based on the terms of the agreements. Generally, each Fund manages its cash collateral and securities collateral on a counterparty basis.

The Funds' investments subject to netting agreements as of the end of the reporting period, if any, are further described in Note 3 - Portfolio Securities and Investments in Derivatives.

#### *Use of Estimates*

The preparation of financial statements in conformity with U.S. GAAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements and the reported amounts of increases and decreases in net assets applicable to common shares from operations during the reporting period. Actual results may differ from those estimates.

## **2. Investment Valuation and Fair Value Measurements**

The fair valuation input levels as described below are for fair value measurement purposes.

Fair value is defined as the price that would be received upon selling an investment or transferring a liability in an orderly transaction to an independent buyer in the principal or most advantageous market for the investment. A three-tier hierarchy is used to maximize the use of observable market data and minimize the use of unobservable inputs and to establish classification of fair value measurements for disclosure purposes. Observable inputs reflect the assumptions market participants would use in pricing the asset or liability. Observable inputs are based on market data obtained from sources independent of the reporting entity. Unobservable inputs reflect the reporting entity's own assumptions about the assumptions market participants would use in pricing the asset or liability. Unobservable inputs are based on the best information available in the circumstances. The following is a summary of the three-tiered hierarchy of valuation input levels.

- Level 1 Inputs are unadjusted and prices are determined using quoted prices in active markets for identical securities.
- Level 2 Prices are determined using other significant observable inputs (including quoted prices for similar securities, interest rates, prepayment speeds, credit risk, etc.).
- Level 3 Prices are determined using significant unobservable inputs (including management's assumptions in determining the fair value of investments).

Common stocks and other equity-type securities are valued at the last sales price on the securities exchange on which such securities are primarily traded and are generally classified as Level 1. Securities primarily traded on the NASDAQ National Market ( NASDAQ ) are valued at the NASDAQ Official Closing Price and are generally classified as Level 1. However, securities traded on a securities exchange or NASDAQ for which there were no transactions on a given day or securities not listed on a securities exchange or NASDAQ are valued at the quoted bid price and are generally classified as Level 2. Prices of certain American Depositary Receipts ( ADR ) held by the Funds that trade in the United States are valued based on the last traded price, official closing price or the most recent bid price of the underlying non- U.S.-traded stock, adjusted as appropriate for the underlying-to-ADR conversion ratio and foreign exchange rate, and from time-to-time may also be adjusted further to take into account material events that may take place after the close of the local non-U.S. market but before the close of the NYSE, which may represent a transfer from a Level 1 to a Level 2 security.

Prices of fixed-income securities are provided by an independent pricing service ( pricing service ) approved by the Board. The pricing service establishes a security's fair value using methods that may include consideration of the following: yields or prices of investments of comparable quality, type of issue, coupon, maturity and rating, market quotes or indications of value from security dealers, evaluations of anticipated cash flows or collateral, general market conditions and other information and analysis, including the obligor's credit characteristics considered relevant. These securities are generally classified as Level 2. In pricing certain securities, particularly less liquid and lower quality securities, the pricing service may consider information about a security, its issuer or market activity, provided by the Adviser. These securities are generally classified as Level 2 or Level 3 depending on the observability of the significant inputs.

Prices of swap contracts are also provided by an independent pricing service approved by the Board using the same methods as described above, and are generally classified as Level 2.

Investments in investment companies are valued at their respective NAVs on valuation date and are generally classified as Level 1.

The value of exchange-traded options are based on the mean of the closing bid and ask prices and are generally classified as Level 1. Options traded in the over-the-counter ( OTC ) market are valued using an evaluated mean price and are generally classified as Level 2.

Repurchase agreements are valued at contract amount plus accrued interest, which approximates market value. These securities are generally classified as Level 2.

Investments initially valued in currencies other than the U.S. dollar are converted to the U.S. dollar using exchange rates obtained from pricing services. As a result, the NAV of the Funds' shares may be affected by changes in the value of currencies in relation to the U.S. dollar. The value of securities traded in markets outside the United States or denominated in currencies other than the U.S. dollar may be affected significantly on a day that the NYSE is closed and an investor is not able to purchase, redeem or exchange shares. If significant market events occur between the time of determination of the closing price of a foreign security on an exchange and the time that the Funds' NAV is

determined, or if under the Funds' procedures, the closing price of a foreign security is not deemed to be reliable, the security would be valued at fair value as determined in accordance with procedures established in good faith by the Board. These securities are generally classified as Level 2 or Level 3 depending on the priority of the significant inputs.

Certain securities may not be able to be priced by the pre-established pricing methods as described above. Such securities may be valued by the Board and/or its appointee at fair value. These securities generally include, but are not limited to, restricted securities (securities which may not be publicly sold without registration under the Securities Act of 1933, as amended) for which a pricing service is unable to provide a market price; securities whose trading has been formally suspended; debt securities that have gone into default and for which there is no current market quotation; a security whose market price is not available from a pre-established pricing source; a security with respect to which an event has occurred that is likely to materially affect the value of the security after the market has closed but before the calculation of a Fund's NAV (as may be the case in non-U.S. markets on which the security is primarily traded) or make it difficult or impossible to obtain a reliable market quotation; and a security whose price, as provided by the pricing service, is not deemed to reflect the security's fair value. As a general principle, the fair value of a security would appear to be the amount that the owner might reasonably expect to receive for it in a current sale. A variety of factors may be considered in determining the fair value of such securities, which may include consideration of the following: yields or prices of investments of comparable quality, type of issue, coupon, maturity and rating, market quotes or indications of value from security dealers, evaluations of anticipated cash flows or collateral, general market conditions and other information and analysis, including the obligor's credit characteristics considered relevant. These securities are generally classified as Level 2 or Level 3 depending on the observability of the significant inputs. Regardless of the method employed to value a particular security, all valuations are subject to review by the Board and/or its appointee.

**Notes to Financial Statements** (continued)

The inputs or methodologies used for valuing securities are not an indication of the risks associated with investing in those securities. The following is a summary of each Fund's fair value measurements as of the end of the reporting period:

<b>Preferred Income Opportunities (JPC)</b>	<b>Level 1</b>	<b>Level 2</b>	<b>Level 3</b>	<b>Total</b>
<b>Long-Term Investments*:</b>				
Common Stocks	\$ 47,521,726	\$ 4,471,930**	\$	\$ 51,993,656
\$25 Par (or similar) Retail Preferred	541,097,940	79,211,133**		620,309,073
Convertible Preferred Securities	13,019,825	3,298,488**		16,318,313
Corporate Bonds		126,702,609		126,702,609
\$1,000 Par (or similar) Institutional Preferred		605,931,204		605,931,204
<b>Short-Term Investments:</b>				
Repurchase Agreements		6,077,118		6,077,118
<b>Investments in Derivatives:</b>				
Options Written	(148,573)			(148,573)
Interest Rate Swaps***		(12,137,778)		(12,137,778)
<b>Total</b>	<b>\$ 601,490,918</b>	<b>\$ 813,554,704</b>	<b>\$</b>	<b>\$ 1,415,045,622</b>
<b>Preferred and Income Term (JPI)</b>				
<b>Long-Term Investments*:</b>				
\$25 Par (or similar) Retail Preferred	\$ 177,872,167	\$ 72,178,633**	\$	\$ 250,050,800
Corporate Bonds		61,142,490		61,142,490
\$1,000 Par (or similar) Institutional Preferred		470,335,296		470,335,296
<b>Investments in Derivatives:</b>				
Interest Rate Swaps***		(11,783,339)		(11,783,339)
<b>Total</b>	<b>\$ 177,872,167</b>	<b>\$ 591,873,080</b>	<b>\$</b>	<b>\$ 769,745,247</b>
<b>Preferred Securities Income (JPS)</b>				
<b>Long-Term Investments*:</b>				
\$25 Par (or similar) Retail Preferred	\$ 437,610,458	\$ 166,896,191**	\$	\$ 604,506,649
Convertible Preferred Securities	14,153,956			14,153,956
Corporate Bonds		163,635,776		163,635,776
\$1,000 Par (or similar) Institutional Preferred		2,025,248,156		2,025,248,156
Investment Companies	25,902,597			25,902,597
<b>Short-Term Investments:</b>				
Repurchase Agreements		85,124,510		85,124,510
<b>Investments in Derivatives:</b>				
Interest Rate Swaps***		(24,166,918)		(24,166,918)
<b>Total</b>	<b>\$ 477,667,011</b>	<b>\$ 2,416,737,715</b>	<b>\$</b>	<b>\$ 2,894,404,726</b>
<b>Flexible Investment Income (JPW)</b>				
<b>Long-Term Investments*:</b>				
Common Stocks	\$ 13,752,389	\$ 1,248,233**	\$	\$ 15,000,622
\$25 Par (or similar) Retail Preferred	22,966,308	448,356**		23,414,664
Convertible Preferred Securities	2,194,545	885,500**		3,080,045

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Corporate Bonds	44,358,448	44,358,448
\$1,000 Par (or similar) Institutional Preferred	8,035,941	8,035,941
Common Stock Rights	1,111,382**	1,111,382
Short-Term Investments:		
Repurchase Agreements	277,234	277,234
Investments in Derivatives:		
Options Written	(43,187)	(43,187)
Total	\$ 38,870,055	\$ 56,365,094
	\$	\$ 95,235,149

\* Refer to the Fund's Portfolio of Investments for industry classifications.

\*\*Refer to the Fund's Portfolio of Investments for securities classified as Level 2.

\*\*\*Represents net unrealized appreciation (depreciation) as reported in the Fund's Portfolio of Investments.

The Board is responsible for the valuation process and has appointed the oversight of the daily valuation process to the Adviser's Valuation Committee. The Valuation Committee, pursuant to the valuation policies and procedures adopted by the Board, is responsible for making fair value determinations, evaluating the effectiveness of the Funds' pricing policies and reporting to the Board. The Valuation Committee is aided in its efforts by the Adviser's

dedicated Securities Valuation Team, which is responsible for administering the daily valuation process and applying fair value methodologies as approved by the Valuation Committee. When determining the reliability of independent pricing services for investments owned by the Funds, the Valuation Committee, among other things, conducts due diligence reviews of the pricing services and monitors the quality of security prices received through various testing reports conducted by the Securities Valuation Team.

The Valuation Committee will consider pricing methodologies it deems relevant and appropriate when making a fair value determination, based on the facts and circumstances specific to the portfolio instrument. Fair value determinations generally will be derived as follows, using public or private market information:

- (i) If available, fair value determinations shall be derived by extrapolating from recent transactions or quoted prices for identical or comparable securities.
  
- (ii) If such information is not available, an analytical valuation methodology may be used based on other available information including, but not limited to: analyst appraisals, research reports, corporate action information, issuer financial statements and shelf registration statements. Such analytical valuation methodologies may include, but are not limited to: multiple of earnings, discount from market value of a similar freely-traded security, discounted cash flow analysis, book value or a multiple thereof, risk premium/yield analysis, yield to maturity and/or fundamental investment analysis.

The purchase price of a portfolio instrument will be used to fair value the instrument only if no other valuation methodology is available or deemed appropriate, and it is determined that the purchase price fairly reflects the instrument's current value.

For each portfolio security that has been fair valued pursuant to the policies adopted by the Board, the fair value price is compared against the last available and next available market quotations. The Valuation Committee reviews the results of such testing and fair valuation occurrences are reported to the Board.

### **3. Portfolio Securities and Investments in Derivatives**

#### **Portfolio Securities**

##### *Foreign Currency Transactions*

To the extent that a Fund may invest in securities and/or contracts that are denominated in a currency other than U.S. dollars, the Fund will be subject to currency risk, which is the risk that an increase in the U.S. dollar relative to the foreign currency will reduce returns or portfolio value. Generally, when the U.S. dollar rises in value against a foreign currency, the Fund's investments denominated in that currency will lose value because its currency is worth fewer U.S. dollars; the opposite effect occurs if the U.S. dollar falls in relative value. Investments and other assets and liabilities denominated in foreign currencies are converted into U.S. dollars on a spot (i.e. cash) basis at the spot rate prevailing in the foreign currency exchange market at the time of valuation. Purchases and sales of investments and income denominated in foreign currencies are translated into U.S. dollars on the respective dates of such transactions.

As of the end of the reporting period, the Funds' investments in non-U.S. securities were as follows:

<b>Preferred Income Opportunities (JPC)</b>	<b>Value</b>	<b>% of Total Investments</b>
<b>Country:</b>		
United Kingdom	\$ 88,013,838	6.2%
France	39,723,793	2.8
Australia	26,267,520	1.8
Switzerland	25,914,786	1.8
Other	90,504,096	6.3
<b>Total non-U.S. securities</b>	<b>\$ 270,424,033</b>	<b>18.9%</b>
<b>Preferred and Income Term (JPI)</b>		
<b>Country:</b>		
United Kingdom	\$ 76,952,727	9.8%
France	42,362,660	5.4
Switzerland	27,501,141	3.5
Australia	27,072,303	3.5
Other	66,170,977	8.5
<b>Total non-U.S. securities</b>	<b>\$ 240,059,808</b>	<b>30.7%</b>

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## Notes to Financial Statements (continued)

<b>Preferred Securities Income (JPS)</b>	<b>Value</b>	<b>% of Total Investments</b>
<b>Country:</b>		
United Kingdom	\$ 461,597,536	15.8%
France	211,446,152	7.3
Switzerland	158,805,272	5.4
Netherlands	152,867,336	5.2
Other	317,975,643	10.9
<b>Total non-U.S. securities</b>	<b>\$ 1,302,691,939</b>	<b>44.6%</b>
<b>Flexible Investment Income (JPW)</b>		
<b>Country:</b>		
United Kingdom	\$ 3,343,019	3.5%
Canada	2,731,863	2.9
Belgium	1,378,041	1.4
Germany	1,248,233	1.3
Other	3,365,857	3.6
<b>Total non-U.S. securities</b>	<b>\$ 12,067,013</b>	<b>12.7%</b>

The books and records of the Funds are maintained in U.S. dollars. Foreign currencies, assets and liabilities are translated into U.S. dollars at 4:00 p.m. Eastern Time. Investment transactions, income and expenses are translated on the respective dates of such transactions. Net realized foreign currency gains and losses resulting from changes in exchange rates include foreign currency gains and losses between trade date and settlement date of the transactions, foreign currency transactions and the difference between the amounts of interest and dividends recorded on the books of a Fund and the amounts actually received.

The realized gains and losses resulting from changes in foreign currency exchange rates and changes in foreign exchange rates associated with (i) foreign currency, (ii) investments, (iii) investments in derivatives and (iv) other assets and liabilities are recognized as a component of Net realized gain (loss) from investments and foreign currency on the Statement of Operations, when applicable.

The unrealized gains and losses resulting from changes in foreign currency exchange rates and changes in foreign exchange rates associated with (i) investments and (ii) other assets and liabilities are recognized as a component of Change in net unrealized appreciation (depreciation) of investments and foreign currency on the Statement of Operations, when applicable. The unrealized gains and losses resulting from changes in foreign exchange rates associated with investments in derivatives are recognized as a component of the respective derivative's related Change in net unrealized appreciation (depreciation) on the Statement of Operations, when applicable.

#### *Repurchase Agreements*

In connection with transactions in repurchase agreements, it is each Fund's policy that its custodian take possession of the underlying collateral securities, the fair value of which exceeds the principal amount of the repurchase transaction, including accrued interest, at all times. If the counterparty defaults, and the fair value of the collateral declines, realization of the collateral may be delayed or limited.

The following table presents the repurchase agreements for the Funds that are subject to netting agreements as of the end of the reporting period, and the collateral delivered related to those repurchase agreements.



<b>Fund</b>	<b>Counterparty</b>	<b>Short-Term Investments, at Value</b>	<b>Collateral Pledged (From) Counterparty*</b>	<b>Net Exposure</b>
<b>Preferred Income Opportunities (JPC)</b>	Fixed Income Clearing Corporation	\$ 6,077,118	\$ (6,077,118)	\$
<b>Preferred Securities Income (JPS)</b>	Fixed Income Clearing Corporation	85,124,510	(85,124,510)	
<b>Flexible Investment Income (JPW)</b>	Fixed Income Clearing Corporation	277,234	(277,234)	

\* As of the end of the reporting period, the value of the collateral pledged from the counterparty exceeded the value of the repurchase agreements. Refer to the Fund's Portfolio of Investments for details on the repurchase agreements.

#### *Zero Coupon Securities*

A zero coupon security does not pay a regular interest coupon to its holders during the life of the security. Income to the holder of the security comes from accretion of the difference between the original purchase price of the security at issuance and the par value of the security at maturity and is effectively paid at maturity. The market prices of zero coupon securities generally are more volatile than the market prices of securities that pay interest periodically.

## Investments in Derivatives

Each Fund is authorized to invest in certain derivative instruments, such as futures, options and swap contracts. Each Fund limits its investments in futures, options on futures and swap contracts to the extent necessary for the Adviser to claim the exclusion from registration by the Commodity Futures Trading Commission as a commodity pool operator with respect to the Fund. The Funds record derivative instruments at fair value, with changes in fair value recognized on the Statement of Operations, when applicable. Even though the Funds' investments in derivatives may represent economic hedges, they are not considered to be hedge transactions for financial reporting purposes.

### *Options Transactions*

The purchase of options involves the risk of loss of all or a part of the cash paid for the options (the premium). The market risk associated with purchasing options is limited to the premium paid. The counterparty credit risk of purchasing options, however, needs also to take into account the current value of the option, as this is the performance expected from the counterparty. When a Fund purchases an option, an amount equal to the premium paid (the premium plus commission) is recognized as a component of Options purchased, at value on the Statement of Assets and Liabilities. When a Fund writes an option, an amount equal to the net premium received (the premium less commission) is recognized as a component of Options written, at value on the Statement of Assets and Liabilities and is subsequently adjusted to reflect the current value of the written option until the option is exercised or expires or the Fund enters into a closing purchase transaction. The changes in the value of options purchased and/or written during the fiscal period are recognized as a component of Change in net unrealized appreciation (depreciation) of options purchased and/or written on the Statement of Operations. When an option is exercised or expires or the Fund enters into a closing purchase transaction, the difference between the net premium received and any amount paid at expiration or on executing a closing purchase transaction, including commission, is recognized as a component of Net realized gain (loss) from options purchased and/or written on the Statement of Operations. The Fund, as a writer of an option has no control over whether the underlying instrument may be sold (called) or purchased (put) and as a result bears the risk of an unfavorable change in the market value of the instrument underlying the written option. There is also the risk the Fund may not be able to enter into a closing transaction because of an illiquid market.

During the current fiscal period, Preferred Income Opportunities (JPC) and Flexible Investment Income (JPW) wrote covered call options on common stocks to hedge equity exposure.

The average notional amount of outstanding options written during the current fiscal period, was as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Flexible Investment Income (JPW)</b>
Average notional amount of outstanding options written*	\$ (8,107,700)	\$ (2,473,260)

\* The average notional amount is calculated based on the outstanding notional at the beginning of the fiscal period and at the end of each fiscal quarter within the current fiscal period.

The following table presents the fair value of all options written by the Funds as of the end of the reporting period, the location of these instruments on the Statement of Assets and Liabilities and the primary underlying risk exposure.

Underlying Risk Exposure	Derivative Instrument	Location on the Statement of Assets and Liabilities			
		Asset Derivatives	(Liability) Derivatives		
		Location	Value	Location	Value
<b>Preferred Income Opportunities (JPC)</b>					
Equity price	Options		\$	Options written, at value	\$ (148,573)
<b>Flexible Investment Income (JPW)</b>					
Equity price	Options		\$	Options written, at value	\$ (43,187)

The following table presents the amount of net realized gain (loss) and change in net unrealized appreciation (depreciation) recognized on options written on the Statement of Operations during the current fiscal period, and the primary underlying risk exposure.

Fund	Underlying Risk Exposure	Derivative Instrument	Change in Net	
			Net Realized Gain (Loss) from Options Written	Unrealized Appreciation (Depreciation) of Options Written
<b>Preferred Income Opportunities (JPC)</b>	Equity price	Options	\$ 675,301	\$ (34,447)
<b>Flexible Investment Income (JPW)</b>	Equity price	Options	191,671	7,904

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**Notes to Financial Statements** (continued)*Interest Rate Swap Contracts*

Interest rate swap contracts involve a Fund's agreement with the counterparty to pay or receive a fixed rate payment in exchange for the counterparty receiving or paying a variable rate payment. Forward interest rate swap contracts involve a Fund's agreement with a counterparty to pay, in the future, a fixed or variable rate payment in exchange for the counterparty paying the Fund a variable or fixed rate payment, the accruals for which begin at a specified date in the future (the effective date).

The amount of the payment obligation for an interest rate swap is based on the notional amount and the termination date of the contract. Interest rate swap contracts do not involve the delivery of securities or other underlying assets or principal. Accordingly, the risk of loss with respect to the swap counterparty on such transactions is limited to the net amount of interest payments that the Fund is to receive.

Interest rate swap contracts are valued daily. Upon entering into an interest rate swap contract (and beginning on the effective date for a forward interest rate swap contract), the Fund accrues the fixed rate payment expected to be paid or received and the variable rate payment expected to be received or paid on the interest rate swap contracts on a daily basis, and recognizes the daily change in the fair value of the Fund's contractual rights and obligations under the contracts. For an OTC swap that is not cleared through a clearing house (OTC Uncleared), the net amount recorded on these transactions, for each counterparty, is recognized on the Statement of Assets and Liabilities as a component of Unrealized appreciation or depreciation on interest rate swaps (, net).

Upon the execution of an OTC swap cleared through a clearing house (OTC Cleared), the Fund is obligated to deposit cash or eligible securities, also known as initial margin, into an account at its clearing broker equal to a specified percentage of the contract amount. Cash deposited by the Fund to cover initial margin requirements on open swap contracts, if any, is recognized as a component of Cash collateral at brokers on the Statement of Assets and Liabilities. Investments in OTC Cleared swaps obligate the Fund and the clearing broker to settle monies on a daily basis representing changes in the prior day's mark-to-market of the swap contract. If the Fund has unrealized appreciation, the clearing broker will credit the Fund's account with an amount equal to the appreciation. Conversely, if the Fund has unrealized depreciation, the clearing broker will debit the Fund's account with an amount equal to the depreciation. These daily cash settlements are also known as variation margin. Variation margin for OTC Cleared swaps is recognized as a receivable and/or payable for Variation margin on swap contracts on the Statement of Assets and Liabilities. Upon the execution of an OTC Uncleared swap, neither the Fund nor the counterparty is required to deposit initial margin as the trades are recorded bilaterally between both parties to the swap contract, and the terms of the variation margin are subject to a predetermined threshold negotiated by the Fund and the counterparty. Variation margin for OTC Uncleared swaps is recognized as a component of Unrealized appreciation or depreciation on interest rate swaps (, net) as described in the preceding paragraph.

The net amount of periodic payments settled in cash are recognized as a component of Net realized gain (loss) from swaps on the Statement of Operations, in addition to the net realized gain or loss recorded upon the termination of the swap contract. For tax purposes, payments expected to be received or paid on the swap contracts are treated as ordinary income or expense, respectively. Changes in the value of the swap contracts during the fiscal period are recognized as a component of Change in net unrealized appreciation (depreciation) of swaps on the Statement of Operations. In certain instances, payments are made or received upon entering into the swap contract to compensate for differences between the stated terms of the swap agreements and prevailing market conditions (credit spreads, currency exchange rates, interest rates, and other relevant factors). Payments received or made at the beginning of the measurement period, if any, are recognized as Interest rate swaps premiums paid and/or received on the Statement of

Assets and Liabilities.

During the current fiscal period, Preferred Income Opportunities (JPC), Preferred and Income Term (JPI) and Preferred Securities Income (JPS) continued to use swap contracts to partially fix the interest cost of leverage, which as mentioned previously, the Funds use through the use of bank borrowings.

The average notional amount of interest rate swap contracts outstanding during the current fiscal period was as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>
Average notional amount of interest rate swap contracts outstanding*	\$ 228,592,000	\$ 168,750,000	\$ 305,978,000

\* The average notional amount is calculated based on the outstanding notional at the beginning of the fiscal period and at the end of each fiscal quarter within the current fiscal period.

The following table presents the fair value of all swap contracts held by the Funds as of the end of the reporting period, the location of these instruments on the Statement of Assets and Liabilities and the primary underlying risk exposure.

Underlying Risk Exposure	Derivative Instrument	Location on the Statement of Assets and Liabilities			
		Asset Derivatives		(Liability) Derivatives	
		Location	Value	Location	Value
<b>Preferred Income Opportunities (JPC)</b>					
Interest rate	Swaps (OTC Uncleared)		\$	Unrealized depreciation on interest rate swaps*	\$ (12,137,778)
<b>Preferred and Income Term (JPI)</b>					
Interest rate	Swaps (OTC Uncleared)		\$	Unrealized depreciation on interest rate swaps*	\$ (11,783,339)
<b>Preferred Securities Income (JPS)</b>					
Interest rate	Swaps (OTC Uncleared)		\$	Unrealized depreciation on interest rate swaps*	\$ (24,166,918)

\* Some swap contracts require a counterparty to pay or receive a premium, which is disclosed on the Statement of Assets and Liabilities and is not reflected in the cumulative unrealized appreciation (depreciation) presented above. The following table presents the swap contracts subject to netting agreements and the collateral delivered related to those swap contracts as of the end of the reporting period.

Fund	Counterparty	Gross Unrealized Appreciation on Interest Swaps**	Gross Unrealized (Depreciation) on Interest Swaps	Amounts Netted on Statement of Assets and Liabilities	Net Unrealized Appreciation (Depreciation) on Interest Rate Swaps	Collateral Pledged to (from) Counterparty	Net Exposure
<b>Preferred Income Opportunities (JPC)</b>	JPMorgan Chase Bank, N.A.	\$	\$ (12,137,778)	\$	\$ (12,137,778)	\$ 8,834,616	\$ (3,303,162)
<b>Preferred and Income Term (JPI)</b>	JPMorgan Chase Bank, N.A.	\$	\$ (11,783,339)	\$	\$ (11,783,339)	\$ 8,820,000	\$ (2,963,339)
<b>Preferred Securities Income (JPS)</b>	JPMorgan Chase Bank, N.A.	\$	\$ (24,166,918)	\$	\$ (24,166,918)	\$ 17,711,374	\$ (6,455,544)

\*\*Represents gross unrealized appreciation (depreciation) for the counterparty as reported in the Fund's Portfolio of Investments.

The following table presents the amount of net realized gain (loss) and change in net unrealized appreciation (depreciation) recognized on swap contracts on the Statement of Operations during the current fiscal period, and the primary underlying risk exposure.

<b>Fund</b>	<b>Underlying Risk Exposure</b>	<b>Derivative Instrument</b>	<b>Net Realized Gain (Loss) from Swaps</b>	<b>Change in Net Unrealized Appreciation (Depreciation) of Swaps</b>
<b>Preferred Income Opportunities (JPC)</b>	Interest rate	Swaps	\$ (201,344)	\$ (9,202,900)
<b>Preferred and Income Term (JPI)</b>	Interest rate	Swaps	(188,141)	(7,177,526)
<b>Preferred Securities Income (JPS)</b>	Interest rate	Swaps	(315,121)	(20,717,250)

*Market and Counterparty Credit Risk*

In the normal course of business each Fund may invest in financial instruments and enter into financial transactions where risk of potential loss exists due to changes in the market (market risk) or failure of the other party to the transaction to perform (counterparty credit risk). The potential loss could exceed the value of the financial assets recorded on the financial statements. Financial assets, which potentially expose each Fund to counterparty credit risk, consist principally of cash due from counterparties on forward, option and swap transactions, when applicable. The extent of each Fund's exposure to counterparty credit risk in respect to these financial assets approximates their carrying value as recorded on the Statement of Assets and Liabilities.

Each Fund helps manage counterparty credit risk by entering into agreements only with counterparties the Adviser believes have the financial resources to honor their obligations and by having the Adviser monitor the financial stability of the counterparties. Additionally, counterparties may be required to pledge collateral daily (based on the daily valuation of the financial asset) on behalf of each Fund with a value approximately equal to the amount of any unrealized gain above a pre-determined threshold. Reciprocally, when each Fund has an unrealized loss, the Funds have instructed the custodian to pledge assets of the Funds as collateral with a value approximately equal to the amount of the unrealized loss above a pre-determined threshold. Collateral pledges are monitored and subsequently adjusted if and when the valuations fluctuate, either up or down, by at least the pre-determined threshold amount.

**Notes to Financial Statements** (continued)**4. Fund Shares***Common Share Transactions*

Transactions in common shares during the Funds' current and prior fiscal period were as follows:

	<b>Preferred Income Opportunities (JPC)</b>		<b>Preferred and Income Term (JPI)</b>	
	<b>Year Ended 7/31/16</b>	<b>Year Ended 7/31/15</b>	<b>Year Ended 7/31/16</b>	<b>Year Ended 7/31/15</b>
<b>Common shares:</b>				
Repurchased and retired		(88,813)		
Issued to shareholders due to reinvestment of distributions	8,729		1,570	
<b>Weighted average common share:</b>				
Price per share repurchased and retired	\$	\$ 9.27	\$	\$
Discount per share repurchased and retired	%	12.73%	%	%

	<b>Preferred Securities Income (JPS)</b>		<b>Flexible Investment Income (JPW)</b>	
	<b>Year Ended 7/31/16</b>	<b>Year Ended 7/31/15</b>	<b>Year Ended 7/31/16</b>	<b>Year Ended 7/31/15</b>
<b>Common shares:</b>				
Issued in the Reorganizations	83,403,764			
Repurchased and retired			(6,500)	
Issued to shareholders due to reinvestment of distributions	10,454			
<b>Weighted average common share:</b>				
Price per share repurchased and retired	\$	\$	\$ 14.28	\$
Discount per share repurchased and retired	%	%	15.28%	%

**5. Investment Transactions**

Long-term purchases and sales (including maturities but excluding derivative transactions, where applicable) during the current fiscal period, were as follows:

<b>Preferred Income</b>	<b>Preferred and Income</b>	<b>Preferred Securities</b>	<b>Flexible Investment</b>
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	<b>Opportunities (JPC)</b>	<b>Term (JPI)</b>	<b>Income (JPS)</b>	<b>Income (JPW)</b>
Purchases	\$ 385,862,540	\$ 175,814,087	\$ 759,637,954	\$ 55,076,321
Sales and maturities	392,869,468	187,072,995	660,623,742	58,262,018

Transactions in options written for the following Funds during the current fiscal period were as follows:

	<b>Preferred Income Opportunities (JPC)</b>		<b>Flexible Investment Income (JPW)</b>	
	<b>Number of Contracts</b>	<b>Premiums Received</b>	<b>Number of Contracts</b>	<b>Premiums Received</b>
Options outstanding, beginning of period	4,219	\$ 226,569	1,249	\$ 65,738
Options written	15,907	1,166,113	5,130	349,668
Options terminated in closing purchase transactions	(13,894)	(853,238)	(4,027)	(243,383)
Options exercised	(208)	(34,935)	(59)	(9,909)
Options expired	(4,564)	(348,065)	(1,314)	(99,320)
Options outstanding, end of period	1,460	\$ 156,444	979	\$ 62,794

## 6. Income Tax Information

Each Fund is a separate taxpayer for federal income tax purposes. Each Fund intends to distribute substantially all of its net investment income and net capital gains to shareholders and to otherwise comply with the requirements of Subchapter M of the Internal Revenue Code applicable to regulated investment companies. Therefore, no federal income tax provision is required.

For all open tax years and all major taxing jurisdictions, management of the Funds has concluded that there are no significant uncertain tax positions that would require recognition in the financial statements. Open tax years are those that are open for examination by taxing authorities (i.e., generally the last four tax year ends and the interim tax period since then). Furthermore, management of the Funds is also not aware of any tax positions for which it is reasonably possible that the total amounts of unrecognized tax benefits will significantly change in the next twelve months.

The following information is presented on an income tax basis. Differences between amounts for financial statement and federal income tax purposes are primarily due to recognition of premium amortization, timing differences in the recognition of income on real estate investment trust ( REIT ) investments and timing differences in recognizing certain gains and losses on investment transactions. To the extent that differences arise that are permanent in nature, such amounts are reclassified within the capital accounts as detailed below. Temporary differences do not require reclassification. Temporary and permanent differences do not impact the NAVs of the Funds.

As of July 31, 2016, the cost and unrealized appreciation (depreciation) of investments (excluding investments in derivatives, where applicable), as determined on a federal income tax basis, were as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
Cost of investments	\$ 1,346,061,670	\$ 745,678,235	\$ 2,800,165,223	\$ 90,552,842
Gross unrealized:				
Appreciation	\$ 90,359,678	\$ 42,128,463	\$ 181,587,555	\$ 5,497,681
Depreciation	(9,089,375)	(6,278,112)	(63,181,134)	(772,187)
Net unrealized appreciation (depreciation) of investments	\$ 81,270,303	\$ 35,850,351	\$ 118,406,421	\$ 4,725,494

Permanent differences, primarily due to bond premium amortization adjustments, complex securities character adjustments, distribution reallocations, federal taxes paid, investments in partnerships, expiration of capital loss carryforwards, nondeductible reorganization expenses, reorganization adjustments and treatment of notional principal contracts, resulted in reclassifications among the Funds' components of common share net assets as of July 31, 2016, the Funds' tax year end, as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
Paid-in-surplus	\$ (98,640,698)	\$ 694	\$ 74,365,303	\$ (55)
Undistributed (Over-distribution of) net investment income	(2,377,348)	(1,569,871)	(841,816)	141,308
Accumulated net realized gain (loss)	101,018,046	1,569,177	(73,523,487)	(141,253)

The tax components of undistributed net ordinary income and net long-term capital gains as of July 31, 2016, the Funds' tax year end, were as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
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Undistributed net ordinary income <sup>1</sup>	\$ 4,590,326	\$ 858,294	\$ 20,330,554	\$
Undistributed net long-term capital gains				

<sup>1</sup> Undistributed net ordinary income (on a tax basis) has not been reduced for the dividend declared on July 1, 2016 and paid on August 1, 2016. Net ordinary income consists of net taxable income derived from dividends, interest, and net short-term capital gains, if any.

The tax character of distributions paid during the Funds' tax years ended July 31, 2016 and July 31, 2015, was designated for purposes of the dividends paid deduction as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
<b>2016</b>				
Distributions from net ordinary income <sup>2</sup>	\$ 77,898,377	\$ 44,433,768	\$ 92,646,305	\$ 4,547,281
Distributions from net long-term capital gains <sup>3</sup>		4,143,412		
Return of capital				735,483
	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
<b>2015</b>				
Distributions from net ordinary income <sup>2</sup>	\$ 74,600,924	\$ 44,012,972	\$ 87,622,036	\$ 6,521,833
Distributions from net long-term capital gains				740,458
Return of capital				

<sup>2</sup> Net ordinary income consists of net taxable income derived from dividends, interest, net short-term capital gains if any.

<sup>3</sup> The Funds designate as long-term capital gain dividend, pursuant to Internal Revenue Code Section 852(b)(3), the amount necessary to reduce earnings and profits of the Funds related to net capital gain to zero for the tax year ended July 31, 2016.

**Notes to Financial Statements** (continued)

As of July 31, 2016, the Funds' tax year end, the Funds had unused capital loss carryforwards available for federal income tax purposes to be applied against future capital gains, if any. If not applied, the carryforwards will expire as shown in the following table. The losses not subject to expiration will be utilized first by a Fund.

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)<sup>4</sup></b>	<b>Flexible Investment Income (JPW)</b>
Expiration:				
July 31, 2017	\$ 204,895,930	\$	\$ 318,462,924	\$
July 31, 2018	9,385,427		321,212,384	
July 31, 2019			10,696,373	
Not subject to expiration	19,456,396	3,580,539		5,299,726
Total	\$ 233,737,753	\$ 3,580,539	\$ 650,371,681	\$ 5,299,726

<sup>4</sup> A portion of JPS's capital loss carryforward is subject to an annual limitation under the Internal Revenue Code and related regulations.

As of July 31, 2016, the Funds' tax year end, \$146,504,371 of Preferred Securities Income's (JPS) capital loss carryforward was written off due to limitations under the Internal Revenue Code and related regulations.

As of July 31, 2016, the Funds' tax year end, the following Funds' capital loss carryforwards expired as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred Securities Income (JPS)</b>
Expired capital loss carryforwards	\$ 98,640,698	\$ 232,620,226

During the Funds' tax year ended July 31, 2016, the following Fund utilized capital loss carryforwards as follows:

	<b>Preferred Securities Income (JPS)</b>
Utilized capital loss carryforwards	\$ 23,698,469

**7. Management Fees and Other Transactions with Affiliates**

*Management Fees*

Each Fund's management fee compensates the Adviser for overall investment advisory and administrative services and general office facilities. The Sub-Advisers are compensated for their services to the Funds from the management fees paid to the Adviser. Spectrum also receives compensation on certain portfolio transactions for providing brokerage services to Preferred Securities Income (JPS). During the current fiscal period, Preferred Securities Income (JPS) paid Spectrum commissions of \$275,838.

Each Fund's management fee consists of two components—a fund-level fee, based only on the amount of assets within each individual Fund, and a complex-level fee, based on the aggregate amount of all eligible fund assets managed by the Adviser. This pricing structure enables each Fund's shareholders to benefit from growth in the assets within their respective Fund as well as from growth in the amount of complex-wide assets managed by the Adviser.

The annual Fund-level fee, payable monthly, for each Fund is calculated according to the following schedule:

<b>Average Daily Managed Assets*</b>	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
For the first \$500 million	0.6800%	0.7000%	0.7000%	0.7000%
For the next \$500 million	0.6550	0.6750	0.6750	0.6750
For the next \$500 million	0.6300	0.6500	0.6500	0.6500
For the next \$500 million	0.6050	0.6250	0.6250	0.6250
For managed assets over \$2 billion	0.5800	0.6000	0.6000	0.6000

The annual complex-level fee, payable monthly, for each Fund is calculated by multiplying the current complex-wide fee rate, determined according to the following schedule by the Funds' daily managed assets:

<b>Complex-Level Managed Asset Breakpoint Level*</b>	<b>Effective Rate at Breakpoint Level</b>
\$55 billion	0.2000%
\$56 billion	0.1996
\$57 billion	0.1989
\$60 billion	0.1961
\$63 billion	0.1931
\$66 billion	0.1900
\$71 billion	0.1851
\$76 billion	0.1806
\$80 billion	0.1773
\$91 billion	0.1691
\$125 billion	0.1599
\$200 billion	0.1505
\$250 billion	0.1469
\$300 billion	0.1445

\* For the complex-level fees, managed assets include closed-end fund assets managed by the Adviser that are attributable to certain types of leverage. For these purposes, leverage includes the funds' use of preferred stock and borrowings and certain investments in the residual interest certificates (also called inverse floating rate securities) in tender option bond (TOB) trusts, including the portion of assets held by a TOB trust that has been effectively financed by the trust's issuance of floating rate securities, subject to an agreement by the Adviser as to certain funds to limit the amount of such assets for determining managed assets in certain circumstances. The complex-level fee is calculated based upon the aggregate daily managed assets of all Nuveen funds that constitute eligible assets. Eligible assets do not include assets attributable to investments in other Nuveen funds and assets in excess of a determined amount (originally \$2 billion) added to the Nuveen fund complex in connection with the Adviser's assumption of the management of the former First American Funds effective January 1, 2011. As of July 31, 2016, the complex-level fee rate for each of the Funds was 0.1610%.

#### *Other Transactions with Affiliates*

The Funds pays no compensation directly to those of their trustees who are affiliated with the Adviser or to its officers, all of whom receive remuneration for their services to the Funds from the Adviser or its affiliates. The Board has adopted a deferred compensation plan for independent trustees that enables trustees to elect to defer receipt of all or a portion of the annual compensation they are entitled to receive from certain Nuveen-advised funds. Under the plan, deferred amounts are treated as though equal dollar amounts had been invested in shares of select Nuveen-advised funds.

## **8. Borrowing Arrangements**

### *Borrowings*

Preferred Income Opportunities (JPC), Preferred and Income Term (JPI), Preferred Securities Income (JPS), and Flexible Investment Income (JPW) have each entered into a committed financing agreement (collectively,

Borrowings ) which permit the Funds to borrow on a secured basis as a means of leverage. Each Fund's maximum commitment amount under these Borrowings is as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
Maximum commitment amount	\$ 404,100,000	\$ 225,000,000	\$ 945,000,000	\$ 35,000,000

As a result of the Reorganization, Preferred Securities Income (JPS) amended its Borrowings and increased its maximum commitment amount from \$465.8 million to \$945 million.

As of the end of the reporting period, each Fund's outstanding balance on its Borrowings was as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
Outstanding balance on Borrowings	\$ 404,100,000	\$ 225,000,000	\$ 945,000,000	\$ 27,000,000

For Preferred Income Opportunities (JPC), Preferred and Income Term (JPI) and Preferred Securities Income (JPS) interest is charged on these Borrowings at 1-Month LIBOR (London Inter-Bank Offered Rate) plus 0.85% per annum (0.75% per annum for Preferred Securities Income (JPS) effective February 26, 2016) on the amounts borrowed and 0.50% per annum on the undrawn balance if the undrawn portion of the Borrowings on a particular day is more than

**Notes to Financial Statements** (continued)

20% of the maximum commitment amount. Flexible Investment Income s (JPW) interest is charged on the Borrowings at a rate equal to the 1-month LIBOR plus 0.70% per annum on the amount borrowed and 0.15% per annum on the undrawn balance if the undrawn portion of the Borrowings on a particular day is more than 40% of the maximum commitment amount.

During the current fiscal period, the average daily balance outstanding and average annual interest rate on each Fund s Borrowings were as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>	<b>Flexible Investment Income (JPW)</b>
Average daily balance outstanding	\$ 404,100,000	\$ 225,000,000	\$ 552,326,776	\$ 26,575,137
Average annual interest rate	1.21%	1.21%	1.16%	1.06%

In order to maintain these Borrowings, the Funds must meet certain collateral, asset coverage and other requirements. Borrowings outstanding are fully secured by securities held in each Fund s portfolio of investments ( Pledged Collateral ).

Borrowings outstanding are recognized as Borrowings on the Statement of Assets and Liabilities. Interest expense incurred on the borrowed amount and undrawn balance are recognized as a component of Interest expense on borrowings on the Statement of Operations.

*Rehypothecation*

Preferred Income Opportunities (JPC), Preferred and Income Term (JPI) and Preferred Securities Income (JPS) entered into a Rehypothecation Side Letter ( Side Letter ) with its prime brokerage lender, allowing it to re-register the Pledged Collateral in its own name or in a name other than the Funds to pledge, repledge, hypothecate, rehypothecate, sell, lend or otherwise transfer or use the Pledged Collateral (the Hypothecated Securities ) with all rights of ownership as described in the Side Letter. Subject to certain conditions, the total value of the outstanding Hypothecated Securities shall not exceed the lesser of (i) 98% of the outstanding balance on the Borrowings to which the Pledged Collateral relates and (ii) 33 1/3% of the Funds total assets. The Funds may designate any Pledged Collateral as ineligible for rehypothecation. The Funds may also recall Hypothecated Securities on demand.

The Funds also have the right to apply and set-off an amount equal to one-hundred percent (100%) of the then-current fair market value of such Pledged Collateral against the current Borrowings under the Side Letter in the event that the prime brokerage lender fails to timely return the Pledged Collateral and in certain other circumstances. In such circumstances, however, the Funds may not be able to obtain replacement financing required to purchase replacement securities and, consequently, the Funds income generating potential may decrease. Even if a Fund is able to obtain replacement financing, it might not be able to purchase replacement securities at favorable prices.

The Funds will receive a fee in connection with the Hypothecated Securities ( Rehypothecation Fees ) in addition to any principal, interest, dividends and other distributions paid on the Hypothecated Securities.



As of the end of the reporting period, Preferred Income Opportunities (JPC), Preferred and Income Term (JPI) and Preferred Securities Income (JPS) each had Hypothecated Securities as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>
Hypothecated Securities	\$ 144,435,630	\$ 54,041,948	\$ 403,529,531

Preferred Income Opportunities (JPC), Preferred and Income Term (JPI) and Preferred Securities Income (JPS) earn Rehypothecation Fees, which are recognized as Other income on the Statement of Operations. During the current fiscal period, the Rehypothecation Fees earned by each Fund were as follows:

	<b>Preferred Income Opportunities (JPC)</b>	<b>Preferred and Income Term (JPI)</b>	<b>Preferred Securities Income (JPS)</b>
Rehypothecation Fees	\$ 373,909	\$ 209,689	\$ 472,846

#### **9. Fund Reorganizations**

The Reorganizations were structured to qualify as tax-free reorganizations under the Internal Revenue Code for federal income tax purposes, and the Target Funds' shareholders recognized no gain or loss for federal income tax purposes as a result. Prior to the closing of each of the Reorganizations, the Target Funds distributed all of their net investment income and capital gains, if any. Such a distribution may be taxable to the Target Funds' shareholders for federal income tax purposes.

*Investments*

The cost, fair value and net unrealized appreciation (depreciation) of the investments of the Target Funds as of the date of the Reorganizations, were as follows:

	<b>Quality Preferred Income (JTP)</b>	<b>Quality Preferred Income 3 (JHP)</b>
Cost of investments	\$ 769,793,192	\$ 295,420,741
Fair value of investments	787,463,443	300,767,053
Net unrealized appreciation (depreciation) of investments	17,670,251	5,346,312

For financial reporting purposes, assets received and shares issued by the Acquiring Fund were recorded at fair value; however, the cost basis of the investments received from the Target Funds were carried forward to align ongoing reporting of the Acquiring Fund's realized and unrealized gains and losses with amounts distributable to shareholders for tax purposes.

*Common Shares*

The common shares outstanding, net assets applicable to common shares and NAV per common share outstanding immediately before and after the Reorganizations were as follows:

<b>Target Funds</b>	<b>Quality Preferred Income (JTP)</b>	<b>Quality Preferred Income 3 (JHP)</b>
<b>Prior to Reorganizations</b>		
Common shares outstanding	64,658,447	23,670,657
Net assets applicable to common shares	\$562,581,184	\$215,586,177
NAV per common share outstanding	\$8.70	\$9.11

<b>Acquiring Fund</b>	<b>Preferred Securities Income (JPS)</b>
<b>Prior to Reorganizations</b>	
Common shares outstanding	120,393,013
Net assets applicable to common shares	\$1,123,273,505
NAV per common share outstanding	\$9.33

<b>Acquiring Fund</b>	<b>Preferred Securities Income (JPS)</b>
<b>Post Reorganizations</b>	
Common shares outstanding	203,796,777
Net assets applicable to common shares	\$1,901,440,866

NAV per common share outstanding	\$9.33
----------------------------------	--------

*Pro Forma Results of Operations*

The beginning of the Target Funds' current fiscal period was August 1, 2015. Assuming the Reorganizations had been completed on August 1, 2015, the beginning of the Acquiring Fund's current fiscal period, the pro forma results of operations for the current fiscal period, are as follows:

<b>Acquiring Fund Pro Forma Results from Operations</b>	<b>Preferred Securities Income (JPS)</b>
Net investment income (loss)	\$ 138,905,433
Net realized and unrealized gains (losses)	(11,494,330)
Change in net assets resulting from operations	127,411,103

Because the combined investment portfolios for the Reorganizations have been managed as a single integrated portfolio since the Reorganizations were completed, it is not practicable to separate the amounts of revenue and earnings of the Target Funds that have been included in the Statement of Operations for the Acquiring Fund since the Reorganizations were consummated.

**Notes to Financial Statements** (continued)

*Cost and Expenses*

In connection with the Reorganizations, the Acquiring Fund incurred certain associated costs and expenses. Such amounts were included as components of *Accrued other expenses* on the Statement of Assets and Liabilities and *Reorganization expenses* on the Statement of Operations.

**10. Subsequent Events**

*Borrowings*

Subsequent to the current fiscal period, Preferred Securities Income (JPS) entered into a \$150,000,000 reverse repurchase agreement as a means of leverage. In conjunction with receipt of the \$150,000,000 the Fund paid down the outstanding balance on its Borrowings to \$795,000,000.

**Additional****Fund Information** (Unaudited)**Board of Trustees**

William Adams IV*	Margo Cook*	Jack B. Evans	William C. Hunter	David J. Kundert	Albin F. Moschner
John K. Nelson	William J. Schneider	Judith M. Stockdale	Carole E. Stone	Terence J. Toth	Margaret L. Wolff

\*Interested Board Member.

<b>Fund Manager</b>	<b>Custodian</b>	<b>Legal Counsel</b>	<b>Independent Registered Public Accounting Firm</b>	<b>Transfer Agent and Shareholder Services</b>
Nuveen Fund Advisors, LLC 333 West Wacker Drive Chicago, IL 60606	State Street Bank & Trust Company One Lincoln Street Boston, MA 02111	Chapman and Cutler LLP Chicago, IL 60603	KPMG LLP 200 East Randolph Drive Chicago, IL 60601	State Street Bank & Trust Company Nuveen Funds P.O. Box 43071 Providence, RI 02940-3071 (800) 257-8787

**Distribution Information**

The Funds hereby designate their percentages of dividends paid from net ordinary income as dividends qualifying for the 70% dividends received deduction ( DRD ) for corporations and their percentages as qualified dividend income ( QDI ) for individuals under Section 1(h)(11) of the Internal Revenue Code as shown in the accompanying table. The actual qualified dividend income distributions will be reported to shareholders on Form 1099-DIV which will be sent to shareholders shortly after calendar year end.

	<b>JPC</b>	<b>JPI</b>	<b>JPS</b>	<b>JPW</b>
% QDI	58.19%	77.13%	50.27%	35.03%
% DRD	41.93%	49.84%	26.89%	32.05%

The Funds hereby designate their percentages of dividends paid from net ordinary income as dividends qualifying as Interest-Related Dividends as defined in Internal Revenue Code Section 871(k) for the taxable year ended July 31,

2016:

	<b>JPC</b>	<b>JPI</b>	<b>JPS</b>	<b>JPW</b>
% of Interest-Related Dividends	26%	21%	35%	42%

### Quarterly Form N-Q Portfolio of Investments Information

Each Fund is required to file its complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year on Form N-Q. You may obtain this information directly from the SEC. Visit the SEC on-line at <http://www.sec.gov> or in person at the SEC's Public Reference Room in Washington, D.C. Call the SEC toll-free at (800) SEC-0330 for room hours and operation.

### Nuveen Funds Proxy Voting Information

You may obtain (i) information regarding how each fund voted proxies relating to portfolio securities held during the most recent twelve-month period ended June 30, without charge, upon request, by calling Nuveen toll-free at (800) 257-8787 or on Nuveen's website at [www.nuveen.com](http://www.nuveen.com) and (ii) a description of the policies and procedures that each fund used to determine how to vote proxies relating to portfolio securities without charge, upon request, by calling Nuveen toll free at (800) 257-8787. You may also obtain this information directly from the SEC. Visit the SEC on-line at <http://www.sec.gov>.

### CEO Certification Disclosure

Each Fund's Chief Executive Officer (CEO) has submitted to the New York Stock Exchange (NYSE) the annual CEO certification as required by Section 303A.12(a) of the NYSE Listed Company Manual. Each Fund has filed with the SEC the certification of its CEO and Chief Financial Officer required by Section 302 of the Sarbanes-Oxley Act.

### Common Share Repurchases

Each Fund intends to repurchase, through its open market share repurchase program, shares of its own common stock at such times and in such amounts as is deemed advisable. During the period covered by this report, each Fund repurchased shares of its common stock, as shown in the accompanying table. Any future repurchases will be reported to shareholders in the next annual or semi-annual report.

	<b>JPC</b>	<b>JPI</b>	<b>JPS</b>	<b>JPW</b>
Common shares repurchased				6,500

**FINRA BrokerCheck**

The Financial Industry Regulatory Authority (FINRA) provides information regarding the disciplinary history of FINRA member firms and associated investment professionals. This information as well as an investor brochure describing FINRA BrokerCheck is available to the public by calling the FINRA BrokerCheck Hotline number at (800) 289-9999 or by visiting [www.FINRA.org](http://www.FINRA.org).

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## Glossary of Terms

### Used in this Report (Unaudited)

- n **Average Annual Total Return:** This is a commonly used method to express an investment's performance over a particular, usually multi-year time period. It expresses the return that would have been necessary each year to equal the investment's actual cumulative performance (including change in NAV or offer price and reinvested dividends and capital gains distributions, if any) over the time period being considered.
- n **Barclays U.S. Aggregate Bond Index:** An unmanaged index that includes all investment-grade, publicly issued, fixed-rate, dollar denominated, nonconvertible debt issues and commercial mortgage-backed securities with maturities of at least one year and outstanding par values of \$150 million or more. Index returns assume reinvestment of distributions, but do not include the effects of any applicable sales charges or management fees.
- n **Barclays USD Capital Securities Index:** The Barclays USD Capital Securities component of the Barclays Global Capital Securities Index generally includes Tier 2/Lower Tier 2 bonds, perpetual step-up debt, step-up preferred securities, and term preferred securities. The index returns assume reinvestment of dividends, but do not include the effects of any sales charges or management fees.
- n **Basel III:** A comprehensive set of reform measures designed to improve the regulation, supervision and risk management within the banking sector. The Basel Committee on Banking Supervision published the first version of Basel III in late 2009, giving banks approximately three years to satisfy all requirements. Largely in response to the credit crisis, banks are required to maintain proper leverage ratios and meet certain capital requirements.
- n **BofA/Merrill Lynch Core Plus Fixed Rate Preferred Securities Index:** An index that tracks the performance of fixed rate U.S. dollar denominated preferred securities issued in the U.S. domestic market. Index returns do not include the effects of any sales charges or management fees.
- n **BofA/Merrill Lynch Preferred Securities Fixed Rate Index:** An index that tracks the performance of fixed rate U.S. dollar denominated preferred securities issued in the U.S. domestic market. Qualifying securities must be rated investment grade (based on an average of Moody's, S&P, and Fitch) and must have an investment grade rated country of risk (based on an average of Moody's, S&P, and Fitch foreign currency long-term sovereign debt ratings). In addition, qualifying securities must be issued as public securities or through a 144A filing, must be issued in \$25, \$50 or \$100 par/liquidation preference increments, must have a fixed coupon or dividend schedule, and must have a minimum amount outstanding of \$100 million. The index returns assume reinvestment of dividends, but do not include the effects of any sales charges or management fees.
- n **BofA/Merrill Lynch U.S. All Capital Securities Index:** An index comprised of four sub-indexes that better represent the full breadth of the preferred and hybrid securities market, including investment grade and below investment grade exchange traded \$25 par preferreds and investment grade and below investment grade rated \$1,000 par capital securities. Index returns assume reinvestment of distributions, but do not reflect any applicable sales charges or management fees.



- n **BofA/Merrill Lynch U.S. Corporate Index:** An unmanaged index comprised of U.S. dollar denominated investment grade, fixed rate corporate debt securities publicly issued in the U.S. domestic market with at least one year remaining term to final maturity and at least \$250 million outstanding. The index returns assume reinvestment of dividends, but do not include the effects of any sales charges or management fees.
  
- n **BofA/Merrill Lynch U.S. High Yield Index:** An index that tracks the performance of U.S. Dollar-denominated below investment grade corporate debt publicly issued in the U.S. domestic market. Index returns assume reinvestment of distributions, but do not reflect any applicable sales charges or management fees.

- n **Contingent Capital Securities (CoCos):** CoCos are debt or capital securities of primarily non-U.S. issuers with loss absorption contingency mechanisms built into the terms of the security, for example a mandatory conversion into common stock of the issuer, or a principal write-down, which if triggered would likely cause the CoCo investment to lose value. Loss absorption mechanisms would become effective upon the occurrence of a specified contingency event, or at the discretion of a regulatory body. Specified contingency events, as identified in the CoCos governing documents, usually reference a decline in the issuer's capital below a specified threshold level, and/or certain regulatory events. A loss absorption contingency event for CoCos would likely be the result of, or related to, the deterioration of the issuer's financial condition and/or its status as a going concern. In such a case, with respect to CoCos that provide for conversion into common stock upon the occurrence of the contingency event, the market price of the issuer's common stock received by the Acquiring Fund will have likely declined, perhaps substantially, and may continue to decline after conversion. CoCos rated below investment grade should be considered high yield securities, or "junk," but often are issued by entities whose more senior securities are rated investment grade. CoCos are a relatively new type of security; and there is a risk that CoCo security issuers may suffer the sort of future financial distress that could materially increase the likelihood (or the market's perception of the likelihood) that an automatic write-down or conversion event on those issuers' CoCos will occur. Additionally, the trading behavior of a given issuer's CoCo may be strongly impacted by the trading behavior of other issuers' CoCos, such that negative information from an unrelated CoCo security may cause a decline in value of one or more CoCos held by the Fund. Accordingly, the trading behavior of CoCos may not follow the trading behavior of other types of debt and preferred securities. Despite these concerns, the prospective reward vs. risk characteristics of at least certain CoCos may be very attractive relative to other fixed-income alternatives.
  
- n **Effective Leverage:** Effective leverage is a fund's effective economic leverage, and includes both regulatory leverage (see below) and the leverage effects of certain derivative investments in the fund's portfolio.
  
- n **Gross Domestic Product (GDP):** The total market value of all final goods and services produced in a country/region in a given year, equal to total consumer, investment and government spending, plus the value of exports, minus the value of imports.
  
- n **JPC Blended Index (Comparative Benchmark):** A blended return consisting of 82.5% of the BofA/Merrill Lynch Preferred Securities Fixed Rate Index and 17.5% of the Barclays USD Capital Securities Index. The index returns assume reinvestment of distributions, but do not include the effects of any sales charges or management fees.
  
- n **JPI Blended Benchmark Index (Old JPI Blended Index):** A blended return consisting of the BofA/Merrill Lynch Preferred Securities Fixed Rate Index and the Barclays USD Capital Securities Index. The JPI Blended Benchmark Index is comprised of a 65% weighting in the BofA/Merrill Lynch Preferred Securities Fixed Rate Index, and a 35% weighting in the Barclays USD Capital Securities Index. Benchmark returns assume reinvestment of distributions, but do not include the effects of any sales charges or management fees.
  
- n **JPI Blended Benchmark Index (New JPI Blended Index):** The New JPI Blended Index is a blended return consisting of 60% BofA/Merrill Lynch U.S. All Capital Securities Index and 40% BofA/Merrill Lynch Contingent

Capital Index. Benchmark returns assume reinvestment of distributions, but do not include the effects of any sales charges or management fees.

- n **JPS Blended Benchmark (Old Comparative Index):** A blended return consisting of: 1) 55% of the BofA/Merrill Lynch Preferred Securities Fixed Rate Index, an unmanaged index that tracks the performance of fixed rate U.S. dollar denominated preferred securities issued in the U.S. domestic market; and 2) 45% of the Barclays Tier 1 Capital Securities Index, an unmanaged index that includes securities that can generally be viewed as hybrid fixed-income securities that either receive regulatory capital treatment or a degree of equity credit from a rating agency. Index returns do not include the effects of any sales charges or management fees.
  
- n **JPS Blended Benchmark (New Comparative Index):** A blended return consisting of: 1) 40% of the BofA/Merrill Lynch Contingent Capital Index (COCO), which tracks the performance of all contingent capital debt publicly issued in the major domestic and Eurobond markets, including investment grade and sub-investment-grade issues; and 2) 60% of the BofA/Merrill Lynch All Capital Securities Index (IOCS), a subset of the BofA/Merrill Lynch U.S. Corporate Index including all fixed-to-floating rate, perpetual callable and capital securities, which better represents the full breadth of the preferred and hybrid securities market, including investment grade

**Glossary of Terms Used in this Report** (Unaudited) (continued)

and below investment grade exchange traded \$25 par preferreds and investment grade and below investment grade rated \$1,000 par capital securities. Index returns do not include the effects of any sales charges or management fees.

- n **Leverage:** Leverage is created whenever a fund has investment exposure (both reward and/or risk) equivalent to more than 100% of the investment capital.
- n **Net Asset Value (NAV) Per Share:** A fund's Net Assets is equal to its total assets (securities, cash, accrued earnings and receivables) less its total liabilities. NAV per share is equal to the fund's Net Assets divided by its number of shares outstanding.
- n **Option-adjusted spread (OAS):** An option-adjusted spread is a more meaningful spread statistic for mortgage-backed securities, which experience cash flows over multiple time periods, and for which the borrower has the option to re-pay principal at any time. OAS is based on modeled forecasts for voluntary repayments, as well as discounted cash flows, to arrive at a market-weighted spread over a known Treasury benchmark.
- n **Regulatory Leverage:** Regulatory leverage consists of preferred shares issued by or borrowings of a fund. Both of these are part of a fund's capital structure. Regulatory leverage is subject to asset coverage limits set forth in the Investment Company Act of 1940.
- n **Russell 1000® Value Index:** An index that measures the performance of those Russell 1000® Index companies with lower price-to-book- ratios and lower forecasted growth values. The Russell 1000® Value Index measures the performance of the 1,000 largest companies in the Russell 3000® Index. Index returns assume reinvestment of distributions, but do not reflect any applicable sales charges or management fees.
- n **S&P 500® Index:** An unmanaged index generally considered representative of the U.S. stock market. Index returns assume reinvestment of distributions, but do not include the effects of any applicable sales charges or management fees.

**Reinvest Automatically,**

**Easily and Conveniently**

**Nuveen makes reinvesting easy. A phone call is all it takes to set up your reinvestment account.**

### **Nuveen Closed-End Funds Automatic Reinvestment Plan**

Your Nuveen Closed-End Fund allows you to conveniently reinvest distributions in additional Fund shares.

By choosing to reinvest, you will be able to invest money regularly and automatically, and watch your investment grow through the power of compounding. Just like distributions in cash, there may be times when income or capital gains taxes may be payable on distributions that are reinvested.

It is important to note that an automatic reinvestment plan does not ensure a profit, nor does it protect you against loss in a declining market.

#### **Easy and convenient**

To make recordkeeping easy and convenient, each quarter you will receive a statement showing your total distributions, the date of investment, the shares acquired and the price per share, and the total number of shares you own.

#### **How shares are purchased**

The shares you acquire by reinvesting will either be purchased on the open market or newly issued by the Fund. If the shares are trading at or above net asset value at the time of valuation, the Fund will issue new shares at the greater of the net asset value or 95% of the then-current market price. If the shares are trading at less than net asset value, shares for your account will be purchased on the open market. If the Plan Agent begins purchasing Fund shares on the open market while shares are trading below net asset value, but the Fund's shares subsequently trade at or above their net asset value before the Plan Agent is able to complete its purchases, the Plan Agent may cease open-market purchases and may invest the uninvested portion of the distribution in newly-issued Fund shares at a price equal to the greater of the shares' net asset value or 95% of the shares' market value on the last business day immediately prior to the purchase date. Distributions received to purchase shares in the open market will normally be invested shortly after the distribution payment date. No interest will be paid on distributions awaiting reinvestment. Because the market price of the shares may increase before purchases are completed, the average purchase price per share may exceed the market price at the time of valuation, resulting in the acquisition of fewer shares than if the distribution had been paid in shares issued by the Fund. A pro rata portion of any applicable brokerage commissions on open market purchases will be paid by Plan participants. These commissions usually will be lower than those charged on individual transactions.

#### **Flexible**

You may change your distribution option or withdraw from the Plan at any time, should your needs or situation change.

You can reinvest whether your shares are registered in your name, or in the name of a brokerage firm, bank, or other nominee. Ask your investment advisor if his or her firm will participate on your behalf. Participants whose shares are registered in the name of one firm may not be able to transfer the shares to another firm and continue to participate in the Plan.

The Fund reserves the right to amend or terminate the Plan at any time. Although the Fund reserves the right to amend the Plan to include a service charge payable by the participants, there is no direct service charge to participants in the Plan at this time.

**Call today to start reinvesting distributions**

For more information on the Nuveen Automatic Reinvestment Plan or to enroll in or withdraw from the Plan, speak with your financial advisor or call us at (800) 257-8787.

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## Annual Investment

### Management Agreement Approval Process (Unaudited)

The Board of Trustees of each Fund (the *Board*, and each Trustee a *Board Member*), including the Board Members who are not parties to the Fund's advisory or sub-advisory agreements or interested persons of any such parties (the *Independent Board Members*), is responsible for overseeing the performance of the investment adviser and the sub-adviser(s) to the respective Fund and determining whether to continue such Fund's advisory agreement (the *Investment Management Agreement*) between the Fund and Nuveen Fund Advisors, LLC (the *Adviser*) and the sub-advisory agreement(s) (each, a *Sub-Advisory Agreement* and, together with the Investment Management Agreement, the *Advisory Agreements*) between: in the case of Nuveen Preferred Income Opportunities Fund (the *Preferred Income Opportunities Fund*), (a) the Adviser and Nuveen Asset Management, LLC ( *NAM* ), and (b) the Adviser and NWQ Investment Management Company, LLC ( *NWQ* ); in the case of Nuveen Preferred and Income Term Fund (the *Preferred and Income Fund*), the Adviser and NAM; in the case of Nuveen Preferred Securities Income Fund (the *Preferred Securities Fund*), the Adviser and Spectrum Asset Management, Inc. ( *Spectrum* and, together with NAM and NWQ, the *Sub-Advisers* ); and in the case of Nuveen Flexible Investment Income Fund (the *Flexible Investment Fund*), the Adviser and NWQ. Following an initial term with respect to each Fund upon its commencement of operations, the Board reviews each Investment Management Agreement and Sub-Advisory Agreement on behalf of such Fund and votes to determine whether the respective Advisory Agreement should be renewed. Accordingly, at an in-person meeting held on May 24-26, 2016 (the *May Meeting*), the Board, including a majority of the Independent Board Members, considered and approved the existing Advisory Agreements for the Funds.

During the year, the Board and its Committees met regularly to receive materials and discuss a variety of topics impacting the Funds including, among other things, overall market conditions and market performance, Fund investment performance, brokerage execution, valuation of securities, compliance matters, securities lending, leverage matters, risk management and ongoing initiatives. The Board had established several standing Committees, including the Open-end Fund Committee and Closed-end Fund Committee which permit the Board Members to delve further into the topics particularly relevant to the respective product line and enhance the Board's effectiveness and oversight of the Funds. The Board also seeks to meet with each Sub-Adviser and its investment team at least once over a multiple year rotation through site visits. The information and knowledge the Board gained throughout the year from the Board and Committee meetings, site visits and the related materials were relevant to the Board's evaluation of the Advisory Agreements, and the Board took such information into account in its review of the Advisory Agreements.

In addition to the materials received throughout the year, the Board received additional materials prepared specifically for its annual review of the Advisory Agreements in response to a request by independent legal counsel on behalf of the Independent Board Members. The materials addressed a variety of topics, including a description of the services provided by the Adviser and the Sub-Advisers (each, a *Fund Adviser*); a review of fund performance with a detailed focus on any performance outliers; an analysis of the investment teams; an analysis of the fees and expense ratios of the Funds, including information comparing such fees and expenses to that of a peer group; an assessment of shareholder services for the Funds and of the performance of certain service providers; a review of initiatives instituted or continued during the past year; and a review of premium/discount trends and leverage management as well as information regarding the profitability of the Fund Advisers, the compensation of portfolio managers, and compliance and risk matters.

As part of its annual review, the Board held a separate meeting on April 12-13, 2016 to review the Funds' investment performance and consider an analysis by the Adviser of each Sub-Adviser examining, among other things, the applicable team's assets under management, investment performance, investment approach, and the stability and

structure of the Sub-Adviser's organization and investment team. During the review, the Independent Board Members requested and received additional information from management. Throughout the year and throughout their review of the Advisory Agreements, the Independent Board Members were assisted by independent legal counsel. The Independent Board Members met separately with independent legal counsel without management present and received a memorandum from such counsel outlining their fiduciary duties and legal standards in reviewing the Advisory Agreements. The Independent Board Members' review of the Advisory Agreements reflected an ongoing process that incorporated the information and considerations that occurred over the years, including the most recent year, as well



as the information specifically furnished for the renewal process. In deciding to renew the Advisory Agreements, the Independent Board Members did not identify a particular factor as controlling, but rather the decision reflected the comprehensive consideration of all the information presented. The following summarizes the principal factors, but not all the factors, the Board considered in its review of the Advisory Agreements and its conclusions.

#### **A. Nature, Extent and Quality of Services**

In evaluating the renewal of the Advisory Agreements, the Independent Board Members received and considered information regarding the nature, extent and quality of the applicable Fund Adviser's services provided to the respective Fund and the initiatives undertaken during the past year by the Adviser. The Board recognized the comprehensive set of services the Adviser provided to manage and operate the Nuveen funds, including (a) product management (such as setting dividends, positioning the product in the marketplace, maintaining and enhancing shareholder communications and reporting to the Board); (b) investment services (such as overseeing the sub-advisers and other service providers; analyzing investment performance and risks; overseeing risk management and disclosure; developing and interpreting investment policies; assisting in the development of products; helping to prepare financial statements and marketing disclosures; and overseeing trade execution); (c) fund administration (such as helping to prepare fund tax returns and complete other tax compliance matters; and helping to prepare regulatory filings and shareholder reports); (d) fund Board administration (such as preparing Board materials and organizing and providing assistance for Board meetings); (e) compliance (such as helping to devise and maintain the funds' compliance program and related testing); (f) legal support (such as helping to prepare registration statements and proxy statements, interpreting regulations and policies and overseeing fund activities); and (g) providing leverage management.

The Board reviewed the continued investment the Adviser had made in its business to continue to strengthen the breadth and quality of its services to the benefit of the Nuveen funds. The Board noted the Adviser's additional staffing in key areas that support the funds and the Board, including in investment services, operations, closed-end fund/structured products, fund governance, compliance, fund administration, product management and information technology. Among the enhancements to its services, the Board recognized the Adviser's (a) expanded activities and support required as a result of regulatory developments, including in areas of compliance and reporting; (b) expanded efforts to support leverage management with a goal of seeking the most effective structure for fund shareholders given appropriate risk levels and regulatory constraints; (c) increased support for dividend management; (d) continued investment in its technical capabilities as the Adviser continued to build out a centralized fund data platform, enhance mobility and remote access capabilities, rationalize and upgrade software platforms, and automate certain regulatory liquidity determinations; (e) continued efforts to rationalize the product line through mergers, liquidations and re-positioning of Nuveen funds with the goal of increasing efficiencies, reducing costs, improving performance and addressing shareholder needs; (f) continued efforts to develop new lines of business designed to enhance the Nuveen product line and meet investor demands; and (g) continued commitment to enhance risk oversight, including the formation of the operational risk group to provide operational risk assessment, the access to platforms which provide better risk reporting to support investment teams, and the development of a new team to initially review new products and major product initiatives. The Board also recognized the Adviser's efforts to renegotiate certain fees of other service providers which culminated in reduced expenses for all funds for custody and accounting services without diminishing the breadth and quality of the services provided. The Board considered the Chief Compliance Officer's report regarding the Adviser's compliance program, the Adviser's continued development, execution and management of its compliance program, and the additions to the compliance team to support the continued growth of the Nuveen fund family and address regulatory developments.

The Board also considered information highlighting the various initiatives that the Adviser had implemented or continued during the year to enhance or support the closed-end fund product line. The Board noted the Adviser's

continued efforts during 2015 (a) to rationalize the product line through mergers designed to help reduce product overlap, offer shareholders the potential for lower fees and enhanced investor acceptance, and address persistent discounts in the secondary market; (b) to oversee and manage leverage as the Adviser facilitated the rollover of existing facilities and conducted negotiations for improved terms and pricing to reduce leverage costs; (c) to conduct capital management services including share repurchases and/or share issuances throughout the year and monitoring market conditions to capitalize on such opportunities for the closed-end funds; and (d) to implement data-driven market analytics which, among other things,

**Annual Investment Management Agreement Approval Process (Unaudited) (continued)**

provided a better analysis of the shareholder base, enhanced the ability to monitor the closed-end funds versus peers and helped to understand trading discounts. The Board also considered the quality and breadth of Nuveen's investment relations program through which Nuveen seeks to build awareness of, and educate investors and financial advisers with respect to, Nuveen closed-end funds which may help to build an active secondary market for the closed-end fund product line.

As noted, the Adviser also oversees the Sub-Advisers who primarily provide the portfolio advisory services to the respective Funds. The Board recognized the skill and competency of the Adviser in monitoring and analyzing the performance of the Sub-Advisers and managing the sub-advisory relationships. The Board noted that the Adviser recommended the renewal of the Sub-Advisory Agreements.

Based on their review, the Independent Board Members found that, overall, the nature, extent and quality of services provided to the respective Fund under each applicable Advisory Agreement were satisfactory.

**B. The Investment Performance of the Funds and Fund Advisers**

The Board considered the long-term and short-term performance history of the Nuveen funds. As noted above, the Board reviewed fund performance at its quarterly meetings throughout the year and took into account the information derived from the discussions with representatives of the Adviser about fund performance at these meetings. The Board also considered the Adviser's analysis of fund performance with particular focus on any performance outliers and the factors contributing to such performance and any steps the investment team had taken to address performance concerns. The Board reviewed, among other things, each Fund's investment performance both on an absolute basis and in comparison to peer funds (the *Performance Peer Group*) and to recognized and/or customized benchmarks (i.e., generally benchmarks derived from multiple recognized benchmarks) for the quarter, one-, three- and five-year periods ending December 31, 2015 (or for such shorter periods available for the Preferred and Income Fund and the Flexible Investment Fund, which did not exist for part of the foregoing time frame), as well as performance information reflecting the first quarter of 2016.

In evaluating performance information, the Board recognized the following factors may impact the performance data as well as the consideration to be given to particular performance data:

The performance data reflected a snapshot in time, in this case as of the end of the most recent calendar year or quarter. A different performance period, however, could generate significantly different results.

Long-term performance can be adversely affected by even one period of significant underperformance so that a single investment decision or theme had the ability to disproportionately affect long-term performance.

Shareholders evaluate performance based on their own holding period which may differ from the performance period reviewed by the Board, leading to different performance results.

The Board recognized the difficulty in establishing appropriate peer groups and benchmarks for certain funds. The Board noted that management classified the Performance Peer Groups as low, medium and high in relevancy and took the relevancy of the Performance Peer Group into account when considering the comparative performance data. If the Performance Peer Group differed somewhat from a fund, the Board recognized that the comparative performance data may be of limited value. The Board also recognized that each fund operated pursuant to its own investment objective(s), parameters and restrictions which may differ from that of the Performance Peer Group or benchmark and that these variations lead to differences in performance results. Further, for funds that utilized leverage, the Board understood that leverage during different periods could provide both benefits and risks to a portfolio as compared to an unlevered benchmark.

In addition to the foregoing, the Independent Board Members continued to recognize the importance of secondary market trading for the shares of closed-end funds. At the quarterly meetings as well as the May Meeting, the Independent Board Members (either at the Board level or through the Closed-end Fund Committee) reviewed, among other things, the premium or discount to net asset value of the Nuveen closed-end funds as of a specified date and over various periods as well as in comparison to the premium/discount average in their respective Lipper peer category. At the May Meeting and/or prior meetings, the Independent Board Members (either at the Board level or through the Closed-end Fund Committee) reviewed, among other things, an analysis by the Adviser of the key economic, market and competitive trends that affected the

closed-end fund market and Nuveen closed-end funds and considered any actions proposed periodically by the Adviser to address trading discounts of certain closed-end funds, including, among other things, share repurchases, fund reorganizations, adjusting fund investment mandates and strategies, and increasing fund awareness to investors. The Independent Board Members considered the evaluation of the premium and discount levels of the closed-end funds to be a continuing priority in their oversight of the closed-end funds.

With respect to any Nuveen funds for which the Board has identified performance concerns, the Board monitors such funds closely until performance improves, discusses with the Adviser the reasons for such results, considers those steps necessary or appropriate to address such issues, and reviews the results of any efforts undertaken. The Board was aware, however, that shareholders chose to invest or remain invested in a fund knowing that the Adviser and the applicable sub-adviser(s) manage the fund, knowing the fund's investment strategy and seeking exposure to that strategy (even if the strategy was out of favor in the marketplace) and knowing the fund's fee structure.

For the Preferred Income Opportunities Fund, the Board noted that, although the Fund ranked in the third quartile in its Performance Peer Group in the five-year period and the fourth quartile in the three-year period, the Fund was in the second quartile in the one-year period. Although the Fund underperformed its benchmark in the one-year period, the Fund outperformed its benchmark in the three- and five-year periods. The Board determined that the Fund's performance was satisfactory.

For the Preferred and Income Fund, the Board noted that the Fund ranked in its Performance Peer Group in the second quartile for the three-year period and first quartile in the one-year period and outperformed its benchmark in the one- and three-year periods. The Board determined that the Fund's performance had been satisfactory.

For the Preferred Securities Fund, the Board noted that, although the Fund ranked in the fourth quartile in the three-year period in its Performance Peer Group, the Fund ranked in the second quartile in the one-year period and third quartile in the five-year period and, although the Fund underperformed its benchmark in the one-year period, the Fund outperformed its benchmark in the three- and five-year periods. The Board determined that the Fund's performance was satisfactory.

For the Flexible Investment Fund, the Board noted that the Fund ranked in its Performance Peer Group in the third quartile and narrowly underperformed its benchmark in the one-year period. Although the Fund's performance history was too short for a meaningful assessment of performance, the Board was satisfied with the Fund's progress.

## **C. Fees, Expenses and Profitability**

### **1. Fees and Expenses**

The Board evaluated the management fees and other fees and expenses of each Fund. The Board reviewed, among other things, the gross and net management fees and net total expenses of each Fund (expressed as a percentage of average net assets) in absolute terms and also in comparison to the fee and expense levels of a comparable universe of funds (the *Peer Universe*) selected by an independent third-party fund data provider. The Independent Board Members also reviewed the methodology regarding the construction of the applicable Peer Universe.

In their evaluation of the management fee schedule, the Independent Board Members considered the fund-level and complex-wide breakpoint schedules, as described in further detail below.

In reviewing the comparative fee and expense information, the Independent Board Members recognized that various factors such as the limited size and particular composition of the Peer Universe (including the inclusion of other

Nuveen funds in the peer set); expense anomalies; changes in the funds comprising the Peer Universe from year to year; levels of reimbursement or fee waivers; the timing of information used; the differences in the type and use of leverage; and differences in services provided can impact the usefulness of the comparative data in helping to assess the appropriateness of a fund's fees and expenses. In addition, in reviewing a fund's fees and expenses compared to the fees and expenses of its peers (excluding leverage costs and leveraged assets), the Board generally considered a fund's expenses and fees to be higher if they were over 10 basis points higher, slightly higher if they were 6 to 10 basis points higher, in line if they were within approximately 5 basis points higher than the peer average and below if they were below the peer average of the Peer Universe. The Board reviewed the net expense ratio in recognition that the net expense ratio generally best represented the net experience of the shareholders of a fund as it directly reflected the costs of investing in the respective fund. The Board noted

**Annual Investment Management Agreement Approval Process (Unaudited) (continued)**

that the majority of the Nuveen funds had a net expense ratio near or below the average of the respective peers. For funds with a net expense ratio of 6 basis points or higher than their respective peer average, the Independent Board Members reviewed the reasons for the outlier status and were satisfied with the explanation for the difference or with any steps taken to address the difference.

The Independent Board Members noted that the Preferred Income Opportunities Fund had a net management fee slightly higher than its peer average but a net expense ratio below its peer average; the Preferred and Income Fund had a net management fee higher than its peer average but a net expense ratio in line with its peer average; the Preferred Securities Fund had a net management fee slightly higher than its peer average but a net expense ratio below its peer average; and the Flexible Investment Fund had a net management fee and net expense ratio higher than its respective peer average (and the Independent Board Members noted that the higher expense ratio was generally due to the Fund's small size compared to its peers and higher custodian costs associated with implementing a new trading system).

Based on their review of the fee and expense information provided, the Independent Board Members determined that each Fund's management fees (as applicable) to a Fund Adviser were reasonable in light of the nature, extent and quality of services provided to the Fund.

**2. Comparisons with the Fees of Other Clients**

The Board also reviewed information regarding the fee rates for other types of clients advised or sub-advised by the respective Fund Adviser. For the Adviser and/or its affiliated sub-advisers, such other clients may include: separately managed accounts (such as retail, institutional or wrap accounts), hedge funds, other investment companies that are not offered by Nuveen but are sub-advised by one of Nuveen's affiliated sub-advisers, foreign investment companies offered by Nuveen, and collective investment trusts.

The Board recognized that each Fund other than the Preferred Securities Fund had at least one affiliated sub-adviser (*i.e.*, NAM and/or NWQ). With respect to affiliated sub-advisers, including NAM and NWQ, the Board reviewed, among other things, the range of advisory fee rates and average fee rate assessed for the different types of clients. The Board reviewed information regarding the different types of services provided to the Funds compared to that provided to these other clients which typically did not require the same breadth of day-to-day services required for registered funds. The Board further considered information regarding the differences in, among other things, investment policies, investor profiles, and account sizes between the Nuveen funds and the other types of clients. In addition, the Independent Board Members also recognized that the management fee rates of the foreign funds advised by the Adviser may also vary due to, among other things, differences in the client base, governing bodies, operational complexities and services covered by the management fee. The Independent Board Members recognized that the foregoing variations resulted in different economics among the product structures and culminated in varying management fees among the types of clients and funds.

The Board also was aware that, since the Funds had at least one sub-adviser, each Fund's management fee reflected two components, the fee retained by the Adviser for its services and the fee the Adviser paid to the sub-adviser(s). The Board noted that many of the administrative services provided to support the Funds by the Adviser may not be required to the same extent or at all for the institutional clients or other clients. In general, the Board noted that higher fee levels reflected higher levels of service provided by the Fund Adviser, increased investment management complexity, greater product management requirements and higher levels of business risk or some combination of the foregoing. Given the inherent differences in the various products, particularly the extensive services provided to the

Funds, the Independent Board Members concluded such facts justify the different levels of fees.

With respect to Spectrum, the unaffiliated Sub-Adviser, the Independent Board Members considered the pricing schedule that such Sub-Adviser charges for other clients. The Independent Board Members noted that the fee rate paid to Spectrum for its sub-advisory services was reasonable in relation to the fees of other clients. The Independent Board Members also noted that the fees paid to Spectrum were the result of arm's-length negotiations.

### **3. Profitability of Fund Advisers**

In conjunction with their review of fees, the Independent Board Members also considered the profitability of Nuveen for its advisory activities on an absolute basis and in comparison to other investment advisers. The Independent Board Members



reviewed, among other things, Nuveen's adjusted operating margins, the gross and net revenue margins (pre-tax and after-tax) for advisory activities for the Nuveen funds, and the revenues, expenses, and net income (pre-tax and after-tax) of Nuveen for each of the last two calendar years. The Independent Board Members reviewed an analysis of the key drivers behind the changes in revenues and expenses that impacted profitability in 2015. The Independent Board Members also noted that the sub-advisory fees for the Funds are paid by the Adviser, however, the Board recognized that NAM and NWQ are affiliated with Nuveen. In their review, the Independent Board Members recognized that profitability data is rather subjective as various allocation methodologies may be reasonable to employ but yet yield different results. The Board also reviewed the results of certain alternative methodologies. The Board considered the allocation methodology employed to prepare the profitability data as well as a summary of the refinements to the methodology that had been adopted over the years which may limit some of the comparability of Nuveen's revenue margins over time. Two Independent Board Members also served as point persons for the Board throughout the year to review and discuss the methodology employed to develop the profitability analysis and any proposed changes thereto and to keep the Board apprised of such changes during the year. In reviewing the profitability data, the Independent Board Members noted that Nuveen's operating margin as well as its margins for its advisory activities to the Nuveen funds for 2015 were consistent with such margins for 2014.

The Board also considered Nuveen's adjusted operating margins compared to that of other comparable investment advisers (based on asset size and composition) with publicly available data. The Independent Board Members recognized, however, the limitations of the comparative data as the other advisers may have a different business mix, employ different allocation methodologies, have different capital structure and costs, may not be representative of the industry or other factors that limit the comparability of the profitability information. Nevertheless, the Independent Board Members noted that Nuveen's adjusted operating margins appeared comparable to the adjusted margins of the peers.

Further, as the Adviser is a wholly-owned subsidiary of Nuveen which in turn is an operating division of TIAA Global Asset Management, the investment management arm of Teachers Insurance and Annuity Association of America ( *TIAA-CREF* ), the Board reviewed a balance sheet for TIAA-CREF reflecting its assets, liabilities and capital and contingency reserves for the last two calendar years to have a better understanding of the financial stability and strength of the TIAA-CREF complex, together with Nuveen.

Based on the information provided, the Independent Board Members noted that the Adviser appeared to be sufficiently profitable to operate as a viable investment management firm and to honor its obligations as a sponsor of the Nuveen funds.

With respect to the Sub-Advisers, the Independent Board Members also considered the profitability of each Sub-Adviser from its relationship with the Nuveen funds. With respect to sub-advisers affiliated with Nuveen, including NAM and NWQ, the Independent Board Members reviewed such Sub-Advisers' revenues, expenses and revenue margins (pre- and post-tax) for their advisory activities for the calendar year ended December 31, 2015. With respect to NAM, the Independent Board Members also reviewed profitability analysis reflecting the revenues, expenses and revenue margin (pre- and post-tax) by asset type for such Sub-Adviser for the calendar year ending December 31, 2015. Similarly, with respect to sub-advisers unaffiliated with Nuveen, including Spectrum, the Independent Board Members considered information regarding the profitability of such sub-advisers in providing services to the applicable Nuveen funds. The Independent Board Members considered Spectrum's revenues, expenses and profitability margins (pre-tax and after-tax) for its advisory activities with the applicable Nuveen funds for the 2014 and 2015 calendar years.

In evaluating the reasonableness of the compensation, the Independent Board Members also considered other amounts paid to a Fund Adviser by the Funds as well as indirect benefits (such as soft dollar arrangements), if any, the Fund

Adviser and its affiliates received or were expected to receive that were directly attributable to the management of a Fund. See Section E below for additional information on indirect benefits a Fund Adviser may receive as a result of its relationship with the Funds.

Based on their review, the Independent Board Members determined that the Adviser's and each Sub-Adviser's levels of profitability were reasonable in light of the respective services provided.

**D. Economies of Scale and Whether Fee Levels Reflect These Economies of Scale**

The Independent Board Members recognized that as the assets of a particular fund or the Nuveen complex in the aggregate increase over time, economies of scale may be realized with respect to the management of the funds, and the Independent Board Members considered the extent to which these economies are shared with the funds and their shareholders. Although

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**Annual Investment Management Agreement Approval Process (Unaudited) (continued)**

the Independent Board Members recognized that economies of scale are difficult to measure with precision, the Board noted that there were several acceptable means to share economies of scale, including through breakpoints in the management fee schedule reducing the fee rates as asset levels grow, fee waiver and expense limitation agreements and the Adviser's investment in its business which can enhance the services provided to the funds. With respect to breakpoints, the Independent Board Members noted that, subject to certain exceptions, the funds in the Nuveen complex pay a management fee to the Adviser which is generally comprised of a fund-level component and complex-level component. The fund-level fee component declines as the assets of the particular fund grow and the complex-level fee component declines when eligible assets of all the funds in the Nuveen complex combined grow. With respect to closed-end funds, the Independent Board Members noted that, although such funds may from time-to-time make additional share offerings, the growth of their assets would occur primarily through the appreciation of such funds' investment portfolios. The complex-wide fee arrangement was designed to capture economies of scale achieved when total fund complex assets increase, even if the assets of a particular fund are unchanged or decrease. The approach reflected the notion that some of Nuveen's costs were attributable to services provided to all its funds in the complex, and therefore all funds should benefit if these costs were spread over a larger asset base.

The Independent Board Members reviewed the breakpoint and complex-wide schedules and the material savings achieved from fund-level breakpoints and complex-wide fee reductions for the 2015 calendar year.

In addition, the Independent Board Members recognized the Adviser's ongoing investment in its business to expand or enhance the services provided to the Nuveen funds. The Independent Board Members noted, among other things, the additions to groups who play a key role in supporting the funds including in closed-end funds/structured products, fund administration, operations, fund governance, investment services, compliance, product management and technology. The Independent Board Members also recognized the investments in systems necessary to manage the funds including in areas of risk oversight, information technology and compliance.

Based on their review, the Independent Board Members concluded that the current fee structure was acceptable and reflected economies of scale to be shared with shareholders when assets under management increase.

**E. Indirect Benefits**

The Independent Board Members received and considered information regarding other additional benefits the respective Fund Adviser or its affiliates may receive as a result of their relationship with the Funds, including compensation paid to affiliates and research received in connection with brokerage transactions (i.e., soft dollar arrangements). In this regard, the Independent Board Members noted any revenues received by affiliates of the Adviser for serving as co-manager in initial public offerings of new closed-end funds and as underwriter on shelf offerings for certain existing funds.

In addition to the above, the Independent Board Members considered that the Funds' portfolio transactions are allocated by the applicable Sub-Adviser(s) and that NAM and NWQ may benefit from research received through soft-dollar arrangements. The Board noted, however, that with respect to transactions in fixed income securities, such securities generally trade on a principal basis and do not generate soft dollar credits. Although the Board recognized that NAM and NWQ may benefit from soft dollar arrangements if they do not have to pay for this research out of their own assets, the Board also recognized that any such research may benefit the applicable Funds to the extent it enhances the ability of such Sub-Advisers to manage the respective Funds.

With respect to Spectrum, such Sub-Adviser has not participated in soft dollar arrangements with respect to Fund portfolio transactions. The Board, however, noted that Spectrum served as its own broker for portfolio transactions for the Nuveen funds it sub-advised and therefore may receive some indirect compensation.

Based on their review, the Independent Board Members concluded that any indirect benefits received by a Fund Adviser as a result of its relationship with the applicable Funds were reasonable and within acceptable parameters.

**F. Other Considerations**

The Independent Board Members did not identify any single factor discussed previously as all-important or controlling. The Board Members, including the Independent Board Members, concluded that the terms of each Advisory Agreement were fair and reasonable, that the respective Fund Adviser's fees were reasonable in light of the services provided to each applicable Fund and that the Advisory Agreements be renewed.

**Board****Members & Officers** (Unaudited)

The management of the Funds, including general supervision of the duties performed for the Funds by the Adviser, is the responsibility of the Board of Trustees of the Funds. The number of trustees of the Funds is set at twelve, effective July 1, 2016. None of the trustees who are not interested persons of the Funds (referred to herein as independent trustees ) has ever been a director or employee of, or consultant to, Nuveen or its affiliates. The names and business addresses of the trustees and officers of the Funds, their principal occupations and other affiliations during the past five years, the number of portfolios each oversees and other directorships they hold are set forth below.

<b>Name, Year of Birth &amp; Address</b>	<b>Position(s) Held with the Funds</b>	<b>Year First Elected or Appointed and Term<sup>(1)</sup></b>	<b>Principal Occupation(s) Including other Directorships During Past 5 Years</b>	<b>Number of Portfolios in Fund Complex Overseen by Board Member</b>
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**Independent Board Members:**

<b>n WILLIAM J. SCHNEIDER</b> 1944 333 W. Wacker Drive Chicago, IL 60606	Chairman and Board Member	<b>1996</b>  <b>Class III</b>	Chairman of Miller-Valentine Partners, a real estate investment company; Board Member of Med-America Health System and WDPR Public Radio station; formerly, Senior Partner and Chief Operating Officer (retired (2004) of Miller-Valentine Group; formerly, Board member, Business Advisory Council of the Cleveland Federal Reserve Bank and University of Dayton Business School Advisory Council; past Chair and Director, Dayton Development Coalition.	<b>180</b>
<b>n JACK B. EVANS</b> 1948 333 W. Wacker Drive	Board Member	<b>1999</b>  <b>Class III</b>	President, The Hall-Perrine Foundation, a private philanthropic corporation (since 1996); Director and Chairman, United Fire Group, a publicly held company; Director, The Gazette Company; Life Trustee of Coe College and the Iowa College Foundation;	<b>180</b>

Chicago, IL 60606

formerly, President Pro-Tem of the Board of Regents for the State of Iowa University System; formerly, Director, Alliant Energy; formerly, Director, Federal Reserve Bank of Chicago; formerly, President and Chief Operating Officer, SCI Financial Group, Inc., a regional financial services firm.

**n WILLIAM C. HUNTER**

1948

Board Member

**2003**

333 W. Wacker Drive

**Class I**

Dean Emeritus, formerly, Dean, Tippie College of Business, University of Iowa (2006-2012); Director (since 2004) of Xerox Corporation; Director (since 2005), and past President (2010-2014) Beta Gamma Sigma, Inc., The International Business Honor Society; Director of Wellmark, Inc. (since 2009); formerly, Dean and Distinguished Professor of Finance, School of Business at the University of Connecticut (2003-2006); previously, Senior Vice President and Director of Research at the Federal Reserve Bank of Chicago (1995-2003); formerly, Director (1997-2007), Credit Research Center at Georgetown University.

**180**

Chicago, IL 60606

**n DAVID J. KUNDERT**

1942

Board Member

**2005**

333 W. Wacker Drive

**Class II**

Formerly, Director, Northwestern Mutual Wealth Management Company (2006-2013), retired (since 2004) as Chairman, JPMorgan Fleming Asset Management, President and CEO, Banc One Investment Advisors Corporation, and President, One Group Mutual Funds; prior thereto, Executive Vice President, Banc One Corporation and Chairman and CEO, Banc One Investment Management Group; Regent Emeritus, Member of Investment Committee, Luther College; member of the Wisconsin Bar Association; member of Board of Directors and Chair of Investment Committee, Greater Milwaukee Foundation; member of the Board of Directors (Milwaukee), College Possible; Board member of Milwaukee Repertory Theatre (since 2016).

**180**

Chicago, IL 60606

**Board Members & Officers** (Unaudited) (continued)

<b>Name, Year of Birth &amp; Address</b>	<b>Position(s) Held with the Funds</b>	<b>Year First Elected or Appointed and Term<sup>(1)</sup></b>	<b>Principal Occupation(s) Including other Directorships During Past 5 Years</b>	<b>Number of Portfolios in Fund Complex Overseen by Board Member</b>
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**Independent Board Members (continued):**

<b>n ALBIN F. MOSCHNER<sup>(2)</sup></b> 1952 333 W. Wacker Drive Chicago, IL 60606	Board Member	<b>2016</b>  <b>Class III</b>	Founder and Chief Executive Officer, Northcroft Partners, LLC, a management consulting firm (since 2012); previously, held positions at Leap Wireless International, Inc., including Consultant (2011-2012), Chief Operating Officer (2008-2011), and Chief Marketing Officer (2004-2008); formerly, President, Verizon Card Services division of Verizon Communications, Inc. (2000-2003); formerly, President, One Point Services at One Point Communications (1999-2000); formerly, Vice Chairman of the Board, Diba, Incorporated (1996-1997); formerly, various executive positions with Zenith Electronics Corporation (1991-1996). Director, USA Technologies, Inc., a provider of solutions and services to facilitate electronic payment transactions (since 2012); formerly, Director, Wintrust Financial Corporation (1996-2016).	<b>180</b>
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<p><b>n JOHN K. NELSON</b> 1962  333 W. Wacker Drive  Chicago, IL 60606</p>	Board Member	<p><b>2013</b>  <b>Class II</b></p>	<p>Member of Board of Directors of Core12 LLC (since 2008), a private firm which develops branding, marketing and communications strategies for clients; Director of The Curran Center for Catholic American Studies (since 2009) and The President's Council, Fordham University (since 2010); formerly, senior external advisor to the financial services practice of Deloitte Consulting LLP (2012-2014); formerly, Chairman of the Board of Trustees of Marian University (2010 as trustee, 2011-2014 as Chairman); formerly, Chief Executive Officer of ABN AMRO N.V. North America, and Global Head of its Financial Markets Division (2007-2008); prior senior positions held at ABN AMRO include Corporate Executive Vice President and Head of Global Markets-the Americas (2006- 2007), CEO of Wholesale Banking North America and Global Head of Foreign Exchange and Futures Markets (2001-2006), and Regional Commercial Treasurer and Senior Vice President Trading-North America (1996-2001); formerly, Trustee at St. Edmund Preparatory School in New York City.</p>	<b>180</b>
<p><b>n JUDITH M. STOCKDALE</b> 1947  333 W. Wacker Drive  Chicago, IL 60606</p>	Board Member	<p><b>1997</b>  <b>Class I</b></p>	<p>Board Member, Land Trust Alliance (since 2013) and U.S. Endowment for Forestry and Communities (since 2013); formerly, Executive Director (1994-2012), Gaylord and Dorothy Donnelley Foundation; prior thereto, Executive Director, Great Lakes Protection Fund</p>	<b>180</b>



(1990-1994).

**n CAROLE E. STONE**

1947

333 W. Wacker Drive

Chicago, IL 60606

Board Member

**2007****Class I**

Director, Chicago Board Options Exchange, Inc. (since 2006); Director, C2 Options Exchange, Incorporated (since 2009); Director, CBOE Holdings, Inc. (since 2010); formerly, Commissioner, New York State Commission on Public Authority Reform (2005-2010).

**180****n TERENCE J. TOTH**

1959

333 W. Wacker Drive

Chicago, IL 60606

Board Member

**2008****Class II**

Managing Partner, Promus Capital (since 2008); Director, Fulcrum IT Service LLC (since 2010) and Quality Control Corporation (since 2012); member: Chicago Fellowship Board (since 2005), Catalyst Schools of Chicago Board (since 2008) and Mather Foundation Board (since 2012), and chair of its investment committee; formerly, Director, Legal & General Investment Management America, Inc. (2008-2013); formerly, CEO and President, Northern Trust Global Investments (2004-2007); Executive Vice President, Quantitative Management & Securities Lending (2000-2004); prior thereto, various positions with Northern Trust Company (since 1994); formerly, Member, Northern Trust Mutual Funds Board (2005-2007), Northern Trust Global Investments Board (2004-2007), Northern Trust Japan Board (2004-2007), Northern Trust Securities Inc. Board (2003-2007) and Northern Trust Hong Kong Board (1997-2004).

**180**

Name, Year of Birth & Address	Position(s) Held with the Funds	Year First Elected or Appointed and Term <sup>(1)</sup>	Principal Occupation(s) Including other Directorships During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Board Member
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**Independent Board Members**  
(continued):

<p><b>n MARGARET L. WOLFF</b> 1955 333 W. Wacker Drive Chicago, IL 60606</p>	Board Member	<p><b>2016</b>  <b>Class I</b></p>	<p>Member of the Board of Directors (since 2013) of Travelers Insurance Company of Canada and The Dominion of Canada General Insurance Company (each, a part of Travelers Canada, the Canadian operation of The Travelers Companies, Inc.); formerly, Of Counsel, Skadden, Arps, Slate, Meagher &amp; Flom LLP (Mergers &amp; Acquisitions Group) (2005-2014); Member of the Board of Trustees of New York-Presbyterian Hospital (since 2005); Member (since 2004) and Chair (since 2015) of the Board of Trustees of The John A. Hartford Foundation (a philanthropy dedicated to improving the care of older adults); formerly, Member (2005-2015) and Vice Chair (2011-2015) of the Board of Trustees of Mt. Holyoke College.</p>	<b>180</b>
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**Interested Board Members:**

<p><b>n WILLIAM ADAMS IV<sup>(3)</sup></b> 1955 333 W. Wacker Drive Chicago, IL 60606</p>	Board Member	<p><b>2013</b>  <b>Class II</b></p>	<p>Co-Chief Executive Officer and Co-President (since March 2016), formerly, Senior Executive Vice President, Global Structured Products (2010-2016), prior thereto, Executive Vice President, U.S. Structured Products, (1999-2010) of Nuveen Investments, Inc.; Co-President of Nuveen Fund Advisors, LLC (since</p>	<b>180</b>
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**n MARGO L.  
COOK**<sup>(2)(3)</sup>

1964

333 W. Wacker  
Drive

Chicago, IL 60606

Board Member

**2016**

**Class III**

2011); Co-Chief Executive Officer (since 2016), formerly, Senior Executive Vice President of Nuveen Securities, LLC; President (since 2011), of Nuveen Commodities Asset Management, LLC; Board Member of the Chicago Symphony Orchestra and of Gilda's Club Chicago.

Co-Chief Executive Officer and Co-President (since March 2016), formerly, Senior Executive Vice President of Nuveen Investments, Inc; **180**  
Co-Chief Executive Officer (since 2015), previously, Executive Vice President (2013-2015) of Nuveen Securities, LLC; Senior Executive Vice President (since 2015) of Nuveen Fund Advisors, LLC (Executive Vice President 2011-2015); formerly, Managing Director of Nuveen Commodities Asset Management, LLC (2011-2016); Chartered Financial Analyst.

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**Board Members & Officers** (Unaudited) (continued)

<b>Name, Year of Birth &amp; Address</b>	<b>Position(s) Held with the Funds</b>	<b>Year First Elected or Appointed<sup>(4)</sup></b>	<b>Principal Occupation(s) During Past 5 Years</b>	<b>Number of Portfolios in Fund Complex Overseen by Officer</b>
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**Officers of the  
Funds:**

<b>n GIFFORD R. ZIMMERMAN</b> 1956 333 W. Wacker Drive Chicago, IL 60606	Chief Administrative Officer	<b>1988</b>	Managing Director (since 2002), and Assistant Secretary of Nuveen Securities, LLC; Managing Director (since 2004) and Assistant Secretary (since 1994) of Nuveen Investments, Inc.; Managing Director (since 2002), Assistant Secretary (since 1997) and Co-General Counsel (since 2011) of Nuveen Fund Advisors, LLC; Managing Director, Assistant Secretary and Associate General Counsel of Nuveen Asset Management, LLC (since 2011); Managing Director and Assistant Secretary of Nuveen Investments Advisers, LLC (since 2002) and Symphony Asset Management LLC (since 2003); Vice President and Assistant Secretary of NWQ Investment Management Company, LLC (since 2002), Santa Barbara Asset Management, LLC (since 2006), and of Winslow Capital Management, LLC, (since 2010); Vice President and Assistant Secretary (since 2013), formerly, Chief Administrative Officer and Chief Compliance Officer (2006-2013) of Nuveen Commodities Asset Management, LLC; Chartered Financial Analyst.	<b>181</b>
<b>n CEDRIC H. ANTOSIEWICZ</b> 1962			Managing Director of Nuveen Securities, LLC. (since 2004); Managing Director of Nuveen Fund	

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333 W. Wacker Drive Chicago, IL 60606	Vice President	<b>2007</b>	Advisors, LLC (since 2014).	<b>77</b>
<b>n LORNA C. FERGUSON</b> 1945	Vice President	<b>1998</b>	Managing Director (since 2004) of Nuveen Investments Holdings, Inc.	<b>181</b>
333 W. Wacker Drive Chicago, IL 60606				
<b>n STEPHEN D. FOY</b> 1954	Vice President and Controller	<b>1998</b>	Managing Director (since 2014), formerly, Senior Vice President (2013-2014) and Vice President (2005-2013) of Nuveen Fund Advisors, LLC; Chief Financial Officer of Nuveen Commodities Asset Management, LLC (since 2010); Managing Director (since 2016) of Nuveen Securities, LLC; Certified Public Accountant.	<b>181</b>
333 W. Wacker Drive Chicago, IL 60606				
<b>n NATHANIEL T. JONES</b> 1979	Vice President and Treasurer	<b>2016</b>	Senior Vice President (since 2016), formerly, Vice President (2011-2016) of Nuveen Investments Holdings, Inc.; Chartered Financial Analyst.	<b>181</b>
333 W. Wacker Drive Chicago, IL 60606				
<b>n WALTER M. KELLY</b> 1970	Chief Compliance Officer and Vice President	<b>2003</b>	Senior Vice President (since 2008) of Nuveen Investment Holdings, Inc.	<b>181</b>
333 W. Wacker Drive Chicago, IL 60606				
<b>n DAVID J. LAMB</b> 1963	Vice President	<b>2015</b>	Senior Vice President of Nuveen Investments Holdings, Inc. (since 2006), Vice President prior to 2006.	<b>77</b>
333 W. Wacker Drive Chicago, IL 60606				

**n TINA M.  
LAZAR**  
1961

Senior Vice President of Nuveen  
Investments Holdings, Inc. and  
Nuveen Securities, LLC.

Vice President      **2002**

**181**

333 W. Wacker  
Drive

Chicago, IL 60606

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Name, Year of Birth & Address	Position(s) Held with the Funds	Year First Elected or Appointed <sup>(4)</sup>	Principal Occupation(s) During Past 5 Years	Number of Portfolios in Fund Complex Overseen by Officer
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## Officers of the Funds (continued):

<b>n KEVIN J. MCCARTHY</b> 1966  333 W. Wacker Drive  Chicago, IL 60606	Vice President and Secretary	<b>2007</b>	Executive Vice President, Secretary and General Counsel (since March 2016), formerly, Managing Director and Assistant Secretary of Nuveen Investments, Inc.; Executive Vice President (since March 2016), formerly, Managing Director, and Assistant Secretary (since 2008) of Nuveen Securities, LLC; Executive Vice President and Secretary (since March 2016), formerly, Managing Director (2008-2016) and Assistant Secretary (2007-2016), and Co-General Counsel (since 2011) of Nuveen Fund Advisors, LLC; Executive Vice President and Secretary (since March 2016), formerly, Managing Director, Assistant Secretary (2011-2016), and Associate General Counsel (since 2011) of Nuveen Asset Management, LLC; Executive Vice President and Secretary of Nuveen Investments	<b>181</b>
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			Advisers, LLC; Vice President (since 2007) and Secretary (since March 2016) of NWQ Investment Management Company, LLC, Symphony Asset Management LLC, Santa Barbara Asset Management, LLC, Winslow Capital Management, LLC (since 2010) and Tradewinds Global Investors, LLC (since 2016); Vice President (since 2010) and Secretary (since 2016), formerly, Assistant Secretary of Nuveen Commodities Asset Management, LLC.	
<b>n KATHLEEN L. PRUDHOMME</b> 1953  901 Marquette Avenue  Minneapolis, MN 55402	Vice President and Assistant Secretary	<b>2011</b>	Managing Director, Assistant Secretary and Co-General Counsel (since 2011) of Nuveen Fund Advisors, LLC; Managing Director, Assistant Secretary and Associate General Counsel (since 2011) of Nuveen Asset Management, LLC; Managing Director and Assistant Secretary (since 2011) of Nuveen Securities, LLC; formerly, Deputy General Counsel, FAF Advisors, Inc. (2004-2010).	<b>181</b>
<b>n JOEL T. SLAGER</b> 1978  333 W. Wacker Drive  Chicago, IL 60606	Vice President and Assistant Secretary	<b>2013</b>	Fund Tax Director for Nuveen Funds (since 2013); previously, Vice President of Morgan Stanley Investment Management, Inc., Assistant Treasurer of the Morgan Stanley	<b>181</b>



Funds (from 2010 to  
2013).

- (1) The Board of Trustees is divided into three classes, Class I, Class II, and Class III, with each being elected to serve until the third succeeding annual shareholders meeting subsequent to its election or thereafter in each case when its respective successors are duly elected or appointed, except two board members are elected by the holders of Preferred Shares, when applicable, to serve until the next annual shareholders meeting subsequent to its election or thereafter in each case when its respective successors are duly elected or appointed. The year first elected or appointed represents the year in which the board member was first elected or appointed to any fund in the Nuveen Complex.
- (2) On June 22, 2016, Ms. Cook and Mr. Moschner were appointed as Board members, effective July 1, 2016.
- (3) Interested person as defined in the 1940 Act, by reason of his position with Nuveen Investments, Inc. and certain of its subsidiaries, which are affiliates of the Nuveen funds.
- (4) Officers serve one year terms through August of each year. The year first elected or appointed represents the year in which the Officer was first elected or appointed to any fund in the Nuveen Complex.

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Nuveen:

**Serving Investors for Generations**

Since 1898, financial advisors and their clients have relied on Nuveen to provide dependable investment solutions through continued adherence to proven, long-term investing principles. Today, we offer a range of high quality equity and fixed-income solutions designed to be integral components of a well-diversified core portfolio.

**Focused on meeting investor needs.**

Nuveen helps secure the long-term goals of individual investors and the advisors who serve them. As an operating division of TIAA Global Asset Management, Nuveen provides access to investment expertise from leading asset managers and solutions across traditional and alternative asset classes. Built on more than a century of industry leadership, Nuveen's teams of experts align with clients specific financial needs and goals, demonstrating commitment to advisors and investors through market perspectives and wealth management and portfolio advisory services. Nuveen manages more than \$239 billion in assets as of June 30, 2016.

**Find out how we can help you.**

To learn more about how the products and services of Nuveen may be able to help you meet your financial goals, talk to your financial advisor, or call us at (800) 257-8787. Please read the information provided carefully before you invest. Investors should consider the investment objective and policies, risk considerations, charges and expenses of any investment carefully. Where applicable, be sure to

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obtain a prospectus, which contains this and other relevant information. To obtain a prospectus, please contact your securities representative or Nuveen, 333 W. Wacker Dr., Chicago, IL 60606. Please read the prospectus carefully before you invest or send money.

Learn more about Nuveen Funds at: [www.nuveen.com/cef](http://www.nuveen.com/cef)

**Distributed by** Nuveen Securities, LLC | 333 West Wacker Drive | Chicago, IL 60606 | [www.nuveen.com/cef](http://www.nuveen.com/cef)

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**ITEM 2. CODE OF ETHICS.**

As of the end of the period covered by this report, the registrant has adopted a code of ethics that applies to the registrant's principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions. There were no amendments to or waivers from the Code during the period covered by this report. The registrant has posted the code of ethics on its website at [www.nuveen.com/CEF/Shareholder/FundGovernance.aspx](http://www.nuveen.com/CEF/Shareholder/FundGovernance.aspx). (To view the code, click on Code of Conduct.)

**ITEM 3. AUDIT COMMITTEE FINANCIAL EXPERT.**

The registrant's Board of Directors or Trustees ( "Board" ) determined that the registrant has at least one audit committee financial expert (as defined in Item 3 of Form N-CSR) serving on its Audit Committee. The registrant's audit committee financial experts are Carole E. Stone and Jack B. Evans, who are independent for purposes of Item 3 of Form N-CSR.

Ms. Stone served for five years as Director of the New York State Division of the Budget. As part of her role as Director, Ms. Stone was actively involved in overseeing the development of the State's operating, local assistance and capital budgets, its financial plan and related documents; overseeing the development of the State's bond-related disclosure documents and certifying that they fairly presented the State's financial position; reviewing audits of various State and local agencies and programs; and coordinating the State's system of internal audit and control. Prior to serving as Director, Ms. Stone worked as a budget analyst/examiner with increasing levels of responsibility over a 30 year period, including approximately five years as Deputy Budget Director. Ms. Stone has also served as Chair of the New York State Racing Association Oversight Board, as Chair of the Public Authorities Control Board, as a Commissioner on the New York State Commission on Public Authority Reform and as a member of the Boards of Directors of several New York State public authorities. These positions have involved overseeing operations and finances of certain entities and assessing the adequacy of project/entity financing and financial reporting. Currently, Ms. Stone is on the Board of Directors of CBOE Holdings, Inc., of the Chicago Board Options Exchange, and of C2 Options Exchange. Ms. Stone's position on the boards of these entities and as a member of both CBOE Holdings' Audit Committee and its Finance Committee has involved, among other things, the oversight of audits, audit plans and preparation of financial statements.

Mr. Evans was formerly President and Chief Operating Officer of SCI Financial Group, Inc., a full service registered broker-dealer and registered investment adviser ( "SCI" ). As part of his role as President and Chief Operating Officer, Mr. Evans actively supervised the Chief Financial Officer (the "CFO" ) and actively supervised the CFO's preparation of financial statements and other filings with various regulatory authorities. In such capacity, Mr. Evans was actively involved in the preparation of SCI's financial statements and the resolution of issues raised in connection therewith. Mr. Evans has also served on the audit committee of various reporting companies. At such companies, Mr. Evans was involved in the oversight of audits, audit plans, and the preparation of financial statements. Mr. Evans also formerly chaired the audit committee of the Federal Reserve Bank of Chicago.

**ITEM 4. PRINCIPAL ACCOUNTANT FEES AND SERVICES.****Nuveen Preferred and Income Term Fund**

The following tables show the amount of fees that KPMG LLP, the Fund's auditor, billed to the Fund during the Fund's last two full fiscal years. For engagements with KPMG LLP the Audit Committee approved in advance all audit services and non-audit services that KPMG LLP provided to the Fund, except for those non-audit services that were subject to the pre-approval exception under Rule 2-01 of Regulation S-X (the "pre-approval exception" ). The pre-approval exception for services provided directly to the Fund waives the pre-approval requirement for services other than audit, review or attest services if: (A) the aggregate amount of all such services provided constitutes no

more than 5% of the total amount of revenues paid by the Fund to its accountant during the fiscal year in which the services are provided; (B) the Fund did not recognize the services as non-audit services at the time of the engagement; and (C) the services are promptly brought to the Audit Committee's attention, and the Committee (or its delegate) approves the services before the audit is completed.

The Audit Committee has delegated certain pre-approval responsibilities to its Chairman (or, in his absence, any other member of the Audit Committee).

## SERVICES THAT THE FUND'S AUDITOR BILLED TO THE FUND

Fiscal Year Ended	Audit-Related Fees			
	Audit Fees Billed to Fund <sup>1</sup>	Billed to Fund <sup>2</sup>	Tax Fees Billed to Fund <sup>3</sup>	All Other Fees Billed to Fund <sup>4</sup>
July 31, 2016	\$ 26,375	\$ 0	\$ 0	\$ 0
Percentage approved pursuant to pre-approval exception	0%	0%	0%	0%
July 31, 2015	\$ 25,500	\$ 0	\$ 0	\$ 0
Percentage approved pursuant to pre-approval exception	0%	0%	0%	0%

<sup>1</sup> Audit Fees are the aggregate fees billed for professional services for the audit of the Fund's annual financial statements and services provided in connection with statutory and regulatory filings or engagements.

<sup>2</sup> Audit Related Fees are the aggregate fees billed for assurance and related services reasonably related to the performance of the audit or review of financial statements that are not reported under Audit Fees. These fees include offerings related to the Fund's common shares and leverage.

<sup>3</sup> Tax Fees are the aggregate fees billed for professional services for tax advice, tax compliance, and tax planning. These fees include: all global withholding tax services; excise and state tax reviews; capital gain, tax equalization and taxable basis calculation performed by the principal accountant.

<sup>4</sup> All Other Fees are the aggregate fees billed for products and services other than Audit Fees, Audit-Related Fees and Tax Fees. These fees represent all Agreed-Upon Procedures engagements pertaining to the Fund's use of leverage.

SERVICES THAT THE FUND'S AUDITOR BILLED TO THE  
ADVISER AND AFFILIATED FUND SERVICE PROVIDERS

The following tables show the amount of fees billed by KPMG LLP to Nuveen Fund Advisors, LLC (formerly Nuveen Fund Advisors, Inc.) (the Adviser), and any entity controlling, controlled by or under common control with the Adviser that provides ongoing services to the Fund (Affiliated Fund Service Provider), for engagements directly related to the Fund's operations and financial reporting, during the Fund's last two full fiscal years.

The tables also show the percentage of fees subject to the pre-approval exception. The pre-approval exception for services provided to the Adviser and any Affiliated Fund Service Provider (other than audit, review or attest services) waives the pre-approval requirement if: (A) the aggregate amount of all such services provided constitutes no more than 5% of the total amount of revenues paid to KPMG LLP by the Fund, the Adviser and Affiliated Fund Service Providers during the fiscal year in which the services are provided that would have to be pre-approved by the Audit Committee; (B) the Fund did not recognize the services as non-audit services at the time of the engagement; and (C) the services are promptly brought to the Audit Committee's attention, and the Committee (or its delegate) approves the services before the Fund's audit is completed.

<b>Fiscal Year Ended</b>	<b>Audit-Related Fees Billed to Adviser and Affiliated Fund Service Providers</b>	<b>Tax Fees Billed to Adviser and Affiliated Fund Service Providers</b>	<b>All Other Fees Billed to Adviser and Affiliated Fund Service Providers</b>
July 31, 2016	\$ 0	\$ 0	\$ 0
Percentage approved pursuant to pre-approval exception	0%	0%	0%
July 31, 2015	\$ 0	\$ 0	\$ 0
Percentage approved pursuant to pre-approval exception	0%	0%	0%

## NON-AUDIT SERVICES

The following table shows the amount of fees that KPMG LLP billed during the Fund's last two full fiscal years for non-audit services. The Audit Committee is required to pre-approve non-audit services that KPMG LLP provides to the Adviser and any Affiliated Fund Services Provider, if the engagement related directly to the Fund's operations and financial reporting (except for those subject to the pre-approval exception described above). The Audit Committee requested and received information from KPMG LLP about any non-audit services that KPMG LLP rendered during the Fund's last fiscal year to the Adviser and any Affiliated Fund Service Provider. The Committee considered this information in evaluating KPMG LLP's independence.

Fiscal Year Ended	Total Non-Audit Fees billed to Adviser and Affiliated Fund Service Providers (engagements related directly to the operations and financial reporting of the Fund)		Total Non-Audit Fees billed to Adviser and Affiliated Fund Service Providers (all other engagements)		Total
	Total Non-Audit Fees Billed to Fund				
July 31, 2016	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0
July 31, 2015	\$ 0	\$ 0	\$ 0	\$ 0	\$ 0

Non-Audit Fees billed to Fund for both fiscal year ends represent Tax Fees and All Other Fees billed to Fund in their respective amounts from the previous table.

Less than 50 percent of the hours expended on the principal accountant's engagement to audit the registrant's financial statements for the most recent fiscal year were attributed to work performed by persons other than the principal accountant's full-time, permanent employees.

**Audit Committee Pre-Approval Policies and Procedures.** Generally, the Audit Committee must approve (i) all non-audit services to be performed for the Fund by the Fund's independent accountants and (ii) all audit and non-audit services to be performed by the Fund's independent accountants for the Affiliated Fund Service Providers with respect to operations and financial reporting of the Fund. Regarding tax and research projects conducted by the independent accountants for the Fund and Affiliated Fund Service Providers (with respect to operations and financial reports of the Fund) such engagements will be (i) pre-approved by the Audit Committee if they are expected to be for amounts greater than \$10,000; (ii) reported to the Audit Committee chairman for his verbal approval prior to engagement if they are expected to be for amounts under \$10,000 but greater than \$5,000; and (iii) reported to the Audit Committee at the next Audit Committee meeting if they are expected to be for an amount under \$5,000.

## ITEM 5. AUDIT COMMITTEE OF LISTED REGISTRANTS.

The registrant's Board has a separately designated Audit Committee established in accordance with Section 3(a)(58)(A) of the Securities Exchange Act of 1934, as amended (15 U.S.C. 78c(a)(58)(A)). The members of the audit committee are Jack B. Evans, David J. Kundert, John K. Nelson, Carole E. Stone and Terence J. Toth.

## ITEM 6. SCHEDULE OF INVESTMENTS.



(a) See Portfolio of Investments in Item 1.

(b) Not applicable.

**ITEM 7. DISCLOSURE OF PROXY VOTING POLICIES AND PROCEDURES FOR CLOSED-END MANAGEMENT INVESTMENT COMPANIES.**

Nuveen Fund Advisors, LLC, is the registrant's investment adviser (also referred to as the Adviser). The Adviser is responsible for the on-going monitoring of the Fund's investment portfolio, managing the Fund's business affairs and providing certain clerical, bookkeeping and administrative services. The Adviser has engaged Nuveen Asset Management, LLC (Sub-Adviser) as Sub-Adviser to provide discretionary investment advisory services. As part of these services, the Adviser has delegated to the Sub-Adviser the full responsibility for proxy voting on securities held in the registrant's portfolio and related duties in accordance with the Sub-Adviser's policies and procedures. The Adviser periodically monitors the Sub-Adviser's voting to ensure that it is carrying out its duties. The Sub-Adviser's proxy voting policies and procedures are attached to this filing as an exhibit and incorporated herein by reference.

ITEM 8. PORTFOLIO MANAGERS OF CLOSED-END MANAGEMENT INVESTMENT COMPANIES.

Nuveen Fund Advisors, LLC is the registrant's investment adviser (also referred to as the Adviser). The Adviser is responsible for the selection and on-going monitoring of the Fund's investment portfolio, managing the Fund's business affairs and providing certain clerical, bookkeeping and administrative services. The Adviser has engaged Nuveen Asset Management, LLC (Nuveen Asset Management or Sub-Adviser) as Sub-Adviser to provide discretionary investment advisory services. The following section provides information on the portfolio manager at the Sub-Adviser:

Item 8(a)(1). PORTFOLIO MANAGER BIOGRAPHIES

Douglas M. Baker, CFA, and Brenda A. Langenfeld, CFA, are primarily responsible for the day-to-day management of the portion of the registrant's portfolio managed by Nuveen Asset Management.

Douglas Baker, CFA, is a Senior Vice President at Nuveen Asset Management and a portfolio manager for the fund and related preferred security strategies. He originally joined Nuveen Asset Management in 2006 as a Vice President and Derivatives Analyst, and later that year his responsibilities expanded to include portfolio management duties for the Nuveen Preferred Securities Fund. In addition to managing various preferred securities strategies, Mr. Baker also manages Nuveen Asset Management's derivative overlay group, where he is responsible for implementing derivatives-based hedging strategies across the Nuveen Asset Management complex, as well as managing collateral accounts for several commodity-based strategies.

Brenda A. Langenfeld, CFA, is a Vice President at Nuveen Asset Management and a portfolio manager for the fund and related preferred security strategies. She is also a co-manager for the real asset income strategy, which invests in income-generating debt and equity securities from both the real estate and infrastructure segments, since 2015. She started working in the financial services industry with FAF Advisors, Inc. in 2004. Previously, Ms. Langenfeld was a member of the high grade credit sector team, responsible for trading corporate bonds, and prior to that, she was a member of the securitized debt sector team, trading mortgage-backed securities, asset-backed securities and commercial mortgage-backed securities.

## Item 8(a)(2). OTHER ACCOUNTS MANAGED BY PORTFOLIO MANAGERS

In addition to the Fund, as of July 31, 2016, the portfolio managers are also primarily responsible for the day-to-day portfolio management of the following accounts:

Portfolio Manager	Type of Account		Number of Accounts	Assets*
	Managed			
Douglas Baker	Registered Investment Companies		6	\$ 5.606 billion
	Pooled Accounts		2	\$ 101 million
	Other Accounts		316	\$ 511 million
Brenda Langenfeld	Registered Investment Companies		5	\$ 5.777 billion
	Pooled Accounts		4	\$ 182 million
	Other Accounts		316	\$ 511 million

\* Assets are as of July 31, 2016. None of the assets in these accounts are subject to an advisory fee based on performance.

## POTENTIAL MATERIAL CONFLICTS OF INTEREST

Actual or apparent conflicts of interest may arise when a portfolio manager has day-to-day management responsibilities with respect to more than one account. More specifically, portfolio managers who manage multiple accounts are presented a number of potential conflicts, including, among others, those discussed below.

The management of multiple accounts may result in a portfolio manager devoting unequal time and attention to the management of each account. Nuveen Asset Management seeks to manage such competing interests for the time and attention of portfolio managers by having portfolio managers focus on a particular investment discipline. Most accounts managed by a portfolio manager in a particular investment strategy are managed using the same investment models.

If a portfolio manager identifies a limited investment opportunity which may be suitable for more than one account, an account may not be able to take full advantage of that opportunity due to an allocation of filled purchase or sale orders across all eligible accounts. To deal with these situations, Nuveen Asset Management has adopted procedures for allocating limited opportunities across multiple accounts.

With respect to many of its clients' accounts, Nuveen Asset Management determines which broker to use to execute transaction orders, consistent with its duty to seek best execution of the transaction. However, with respect to certain other accounts, Nuveen Asset Management may be limited by the client with respect to the selection of brokers or may be instructed to direct trades through a particular broker. In these cases, Nuveen Asset Management may place separate, non-simultaneous, transactions for a Fund and other accounts which may temporarily affect the market price of the security or the execution of the transaction, or both, to the detriment of the Fund or the other accounts.

Some clients are subject to different regulations. As a consequence of this difference in regulatory requirements, some clients may not be permitted to engage in all the investment techniques or transactions or to engage in these transactions to the same extent as the other accounts managed by the portfolio manager. Finally, the appearance of a conflict of interest may arise where Nuveen Asset Management has an incentive, such as a performance-based management fee, which relates to the management of some accounts, with respect to which a portfolio manager has day-to-day management responsibilities.

Nuveen Asset Management has adopted certain compliance procedures which are designed to address these types of conflicts common among investment managers. However, there is no guarantee that such procedures will detect each and every situation in which a conflict arises.

**Item 8(a)(3). FUND MANAGER COMPENSATION**

Portfolio manager compensation consists primarily of base pay, an annual cash bonus and long term incentive payments.

*Base pay.* Base pay is determined based upon an analysis of the portfolio manager's general performance, experience, and market levels of base pay for such position.

*Annual cash bonus.* The Fund's portfolio managers are eligible for an annual cash bonus based on investment performance, qualitative evaluation and financial performance of Nuveen Asset Management.

A portion of each portfolio manager's annual cash bonus is based on the Fund's investment performance, generally measured over the past one- and three or five-year periods unless the portfolio manager's tenure is shorter. Investment performance for the Fund generally is determined by evaluating the Fund's performance relative to its benchmark(s) and/or Lipper industry peer group.

A portion of the cash bonus is based on a qualitative evaluation made by each portfolio manager's supervisor taking into consideration a number of factors, including the portfolio manager's team collaboration, expense management, support of personnel responsible for asset growth, and his or her compliance with Nuveen Asset Management's policies and procedures.

The final factor influencing a portfolio manager's cash bonus is the financial performance of Nuveen Asset Management based on its operating earnings.

*Long-term incentive compensation.* Certain key employees of Nuveen Investments and its affiliates, including certain portfolio managers, participate in a Long-Term Performance Plan designed to provide compensation opportunities that links a portion of each participant's compensation to Nuveen Investments' financial and operational performance. In addition, certain key employees of Nuveen Asset Management, including certain portfolio managers, have received profits interests in Nuveen Asset Management which entitle their holders to participate in the firm's growth over time

There are generally no differences between the methods used to determine compensation with respect to the Fund and the Other Accounts shown in the table above.

**Item 8(a)(4). OWNERSHIP OF JPI SECURITIES AS OF JULY 31, 2016**

Name of Portfolio Manager						
	None	\$1 - \$10,000	\$10,001-\$50,000	\$50,001-\$100,000	\$100,001-\$500,000	\$500,001- Over \$1,000,000
Doug Baker	X					
Brenda Langenfeld		X				

ITEM 9. PURCHASES OF EQUITY SECURITIES BY CLOSED-END MANAGEMENT INVESTMENT COMPANY AND AFFILIATED PURCHASERS.

Not applicable.

ITEM 10. SUBMISSION OF MATTERS TO A VOTE OF SECURITY HOLDERS.

There have been no material changes to the procedures by which shareholders may recommend nominees to the registrant's Board implemented after the registrant last provided disclosure in response to this Item.

ITEM 11. CONTROLS AND PROCEDURES.

- (a) The registrant's principal executive and principal financial officers, or persons performing similar functions, have concluded that the registrant's disclosure controls and procedures (as defined in Rule 30a-3(c) under the Investment Company Act of 1940, as amended (the "1940 Act") (17 CFR 270.30a-3(c))) are effective, as of a date within 90 days of the filing date of this report that includes the disclosure required by this paragraph, based on their evaluation of the controls and procedures required by Rule 30a-3(b) under the 1940 Act (17 CFR 270.30a-3(b)) and Rules 13a-15(b) or 15d-15 (b) under the Securities Exchange Act of 1934, as amended (the "Exchange Act") (17 CFR 240.13a-15(b) or 240.15d-15 (b)).
  
- (b) There were no changes in the registrant's internal control over financial reporting (as defined in Rule 30a-3(d) under the 1940 Act (17 CFR 270.30a-3(d))) that occurred during the second fiscal quarter of the period covered by this report that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting.

ITEM 12. EXHIBITS.

File the exhibits listed below as part of this Form.

(a)(1) Any code of ethics, or amendment thereto, that is the subject of the disclosure required by Item 2, to the extent that the registrant intends to satisfy the Item 2 requirements through filing of an exhibit: Not applicable because the code is posted on registrant's website at [www.nuveen.com/CEF/Shareholder/FundGovernance.aspx](http://www.nuveen.com/CEF/Shareholder/FundGovernance.aspx) and there were no amendments during the period covered by this report. (To view the code, click on Code of Conduct.)

(a)(2) A separate certification for each principal executive officer and principal financial officer of the registrant as required by Rule 30a-2(a) under the 1940 Act (17 CFR 270.30a-2(a)) in the exact form set forth below: Ex-99.CERT Attached hereto.

(a)(3) Any written solicitation to purchase securities under Rule 23c-1 under the 1940 Act (17 CFR 270.23c-1) sent or given during the period covered by the report by or on behalf of the registrant to 10 or more persons. Not applicable.

(b) If the report is filed under Section 13(a) or 15(d) of the Exchange Act, provide the certifications required by Rule 30a-2(b) under the 1940 Act (17 CFR 270.30a-2(b)); Rule 13a-14(b) or Rule 15d-14(b) under the Exchange Act (17 CFR 240.13a-14(b) or 240.15d-14(b)), and Section 1350 of Chapter 63 of Title 18 of the United States Code (18 U.S.C. 1350) as an exhibit. A certification furnished pursuant to this paragraph will not be deemed filed for purposes of Section 18 of the Exchange Act (15 U.S.C. 78r), or otherwise subject to the liability of that section. Such certification will not be deemed to be incorporated by reference into any filing under the Securities Act of 1933 or the Exchange Act, except to the extent that the registrant specifically incorporates it by reference. Ex-99.906 CERT attached hereto.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, the registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

(Registrant) Nuveen Preferred and Income Term Fund

By (Signature and Title) /s/ Gifford R. Zimmerman  
Gifford R. Zimmerman  
Vice President and Secretary

Date: October 6, 2016

Pursuant to the requirements of the Securities Exchange Act of 1934 and the Investment Company Act of 1940, this report has been signed below by the following persons on behalf of the registrant and in the capacities and on the dates indicated.

By (Signature and Title) /s/ Cedric A. Antosiewicz  
Cedric A. Antosiewicz  
Chief Administrative Officer  
(principal executive officer)

Date: October 6, 2016

By (Signature and Title) /s/ Stephen D. Foy  
Stephen D. Foy  
Vice President and Controller  
(principal financial officer)

Date: October 6, 2016