

NUVEEN SELECT TAX FREE INCOME PORTFOLIO 2  
Form DEFA14A  
June 18, 2014

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**SCHEDULE 14A**

Proxy Statement Pursuant to Section 14(a) of the Securities

Exchange Act of 1934 (Amendment No.      )

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

**Dow 30SM Enhanced Premium & Income Fund Inc.**

**Dow 30SM Premium & Dividend Income Fund Inc.**

**NASDAQ Premium Income & Growth Fund Inc.**

**Nuveen All Cap Energy MLP Opportunities Fund**

**Nuveen AMT-Free Municipal Income Fund**

**Nuveen AMT-Free Municipal Value Fund**

**Nuveen Arizona Premium Income Municipal Fund**

**Nuveen Build America Bond Fund**

**Nuveen Build America Bond Opportunity Fund**

**Nuveen California AMT-Free Municipal Income Fund**

**Nuveen California Dividend Advantage Municipal Fund**

**Nuveen California Dividend Advantage Municipal Fund 2**

**Nuveen California Dividend Advantage Municipal Fund 3**

**Nuveen California Municipal Value Fund 2**

**Nuveen California Municipal Value Fund, Inc.**

**Nuveen California Select Tax-Free Income Portfolio**

**Nuveen Connecticut Premium Income Municipal Fund**

**Nuveen Core Equity Alpha Fund**

**Nuveen Credit Strategies Income Fund**

**Nuveen Diversified Currency Opportunities Fund**

**Nuveen Diversified Dividend and Income Fund**

**Nuveen Dividend Advantage Municipal Fund**

**Nuveen Dividend Advantage Municipal Fund 2**

**Nuveen Dividend Advantage Municipal Fund 3**

**Nuveen Dividend Advantage Municipal Income Fund**

**Nuveen Energy MLP Total Return Fund**

**Nuveen Enhanced Municipal Value Fund**

**Nuveen Equity Premium Advantage Fund**

**Nuveen Equity Premium and Growth Fund**

**Nuveen Equity Premium Income Fund**

**Nuveen Equity Premium Opportunity Fund**

**Nuveen Flexible Investment Income Fund**

**Nuveen Floating Rate Income Fund**

**Nuveen Floating Rate Income Opportunity Fund**

**Nuveen Georgia Dividend Advantage Municipal Fund 2**

**Nuveen Global Equity Income Fund**

**Nuveen Global Income Opportunities Fund**

**Nuveen Intermediate Duration Municipal Term Fund**

**Nuveen Intermediate Duration Quality Municipal Term Fund**

**Nuveen Investment Quality Municipal Fund, Inc.**

**Nuveen Maryland Premium Income Municipal Fund**

**Nuveen Massachusetts Premium Income Municipal Fund**

**Nuveen Michigan Quality Income Municipal Fund**

**Nuveen Missouri Premium Income Municipal Fund**

**Nuveen Mortgage Opportunity Term Fund**

**Nuveen Mortgage Opportunity Term Fund 2**

**Nuveen Municipal Advantage Fund, Inc.**

**Nuveen Municipal High Income Opportunity Fund**

**Nuveen Municipal Income Fund, Inc.**

**Nuveen Municipal Market Opportunity Fund, Inc.**

**Nuveen Municipal Opportunity Fund, Inc.**

**Nuveen Municipal Value Fund, Inc.**

**Nuveen New Jersey Dividend Advantage Municipal Fund**

**Nuveen New Jersey Dividend Advantage Municipal Fund 2**

**Nuveen New Jersey Investment Quality Municipal Fund, Inc.**

**Nuveen New Jersey Municipal Value Fund**

**Nuveen New Jersey Premium Income Municipal Fund, Inc.**

**Nuveen New York AMT-Free Municipal Income Fund**

**Nuveen New York Dividend Advantage Municipal Fund**

**Nuveen New York Dividend Advantage Municipal Fund 2**

**Nuveen New York Municipal Value Fund 2**

**Nuveen New York Municipal Value Fund, Inc.**

**Nuveen New York Performance Plus Municipal Fund, Inc.**

**Nuveen New York Select Tax-Free Income Portfolio**

**Nuveen North Carolina Premium Income Municipal Fund**

**Nuveen Ohio Quality Income Municipal Fund**

**Nuveen Pennsylvania Investment Quality Municipal Fund**

**Nuveen Pennsylvania Municipal Value Fund**

**Nuveen Performance Plus Municipal Fund, Inc.**

**Nuveen Preferred and Income Term Fund**

**Nuveen Preferred Income Opportunities Fund**

**Nuveen Premier Municipal Income Fund, Inc.**

**Nuveen Premium Income Municipal Fund 2, Inc.**

**Nuveen Premium Income Municipal Fund 4, Inc.**

**Nuveen Premium Income Municipal Fund, Inc.**

**Nuveen Quality Income Municipal Fund, Inc.**

**Nuveen Quality Municipal Fund, Inc.**

**Nuveen Quality Preferred Income Fund**

**Nuveen Quality Preferred Income Fund 2**

**Nuveen Quality Preferred Income Fund 3**

**Nuveen Real Asset Income and Growth Fund**

**Nuveen Real Estate Income Fund**

**Nuveen Select Maturities Municipal Fund**

**Nuveen Select Quality Municipal Fund, Inc.**

**Nuveen Select Tax-Free Income Portfolio**

**Nuveen Select Tax-Free Income Portfolio 2**

**Nuveen Select Tax-Free Income Portfolio 3**

**Nuveen Senior Income Fund**

**Nuveen Short Duration Credit Opportunities Fund**

**Nuveen Tax-Advantaged Dividend Growth Fund**

**Nuveen Tax-Advantaged Total Return Strategy Fund**

**Nuveen Texas Quality Income Municipal Fund**

**Nuveen Virginia Premium Income Municipal Fund**

(Name of Registrant As Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

- 1) Title of each class of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- 2) Aggregate number of securities to which transaction applies:
  
  
  
  
  
  
  
  
  
  
- 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):
  
  
  
  
  
  
  
  
  
  
- 4) Proposed maximum aggregate value of transaction:
  
  
  
  
  
  
  
  
  
  
- 5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

- 1) Amount Previously Paid:

2) Form, Schedule or Registration Statement No.:

3) Filing Party:

4) Date Filed:

## **Nuveen Investments Will Be Acquired by TIAA-CREF**

**As an important next step in our 116-year history**, Nuveen Investments is pleased to announce that it will be acquired by TIAA-CREF, a firm highly respected for its commitment to serving the financial needs of investors in the academic, research, medical and cultural fields since 1918. The acquisition is expected to be completed by year end, subject to customary closing conditions.

**This event will create one of the world's largest diversified investment organizations** with aggregated assets under management of \$790 billion, including a \$181 billion mutual fund platform based on each firm's AUM.

## **How this Transaction Will Benefit Clients**

At every life stage, across every asset class, clients will have investment options to help secure their financial well-being.

Greater Investment Choice

Broader Client Solutions

Expanded Alternative Options

## **As Part of this Acquisition, Nuveen Investments Will:**

Continue its multi-boutique operating model

Benefit from enhanced financial strength, positioning the firm well for future growth

Maintain investment and business leadership across Nuveen Investments and its investment affiliates

Maintain the independence of its affiliates from a portfolio management and institutional client service perspective

## **Fund Shareholders Will Receive Proxy Statements Related to this Acquisition**

As a result of this acquisition, the current investment management and sub-advisory agreements for each Nuveen fund will terminate. Shareholders will receive a proxy statement asking them to approve a new investment management agreement with Nuveen Fund Advisors, LLC, their fund's current investment adviser, and new sub-advisory agreement(s) with their fund's current sub-adviser(s).

The proxy statement may include some of the following additional voting items, depending on the fund:

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Approval of Revisions to, or Elimination of, Certain Fundamental Investment Policies (most open-end funds)

Approval of Fund Board Nominees (all funds other than NNP and JMLP)

Approval to Change a Fund's Investment Sub-Advisor (JPG only)

Approval to Change a Fund's Investment Objective (JPG only)

Approval of a Fund Reorganization (NQM, DPD, DPO, QQQX, JLA, JPZ, JSN, NXJ, NUJ, NNJ, NQJ)



## Proxy Voting Information

Nuveen fund shareholders can vote their shares by:

Completing, signing, and mailing in their proxy card

Voting by telephone 1-800-337-3503\*

Voting by computer using the internet address [www.proxy-direct.com](http://www.proxy-direct.com)\*

If you need any assistance or have any questions regarding the proposals or how to vote your shares, please call Computershare Fund Services, your Fund's proxy solicitor, at 1-866-209-5784 with your proxy materials. You may receive a call from Computershare Fund Services to verify you received your proxy materials, answer any questions you may have about the proposals and encourage you to vote your proxy.

\*Please note that if you vote via phone or over the internet you will need both the 14 digit control number from the shaded box on your proxy card and the eight digit security code from the unshaded box on your proxy card

The funds have filed or will file with the SEC solicitation materials in the form of proxy statements and/or joint proxy statement/prospectuses that will be included in registration statements on Form N-14, as applicable. Investors are urged to read the solicitation materials and any other relevant documents when they become available because they will contain important information. After they are filed, free copies of the solicitation materials will be available on the SEC's web site at [www.sec.gov](http://www.sec.gov).

The funds, Nuveen Fund Advisors and certain of their respective directors/trustees, officers and affiliates may be deemed under the rules of the SEC to be participants in the solicitation of proxies from shareholders. Information about the directors/trustees and officers of the funds may be found in their respective annual reports and, if applicable, annual proxy statements previously filed with the SEC. This communication is not a solicitation of a proxy from any fund shareholder and does not constitute an offer of any securities for sale. No offer of securities will be made will be made except pursuant to a prospectus meeting the requirements of Section 10 of the Securities Act of 1933.

<sup>1</sup> Based on assets under management across Nuveen Investments affiliates and TIAA-CREF investment management teams as of December 31, 2013 and March 31, 2014, respectively.