

NUVEEN REAL ESTATE INCOME FUND
Form 8-A12B
August 23, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

FORM 8-A
FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES
PURSUANT TO SECTION 12(b) OR (g) OF THE
SECURITIES EXCHANGE ACT OF 1934

Nuveen Real Estate Income Fund

(Exact Name of Registrant as Specified in Its Charter)

MASSACHUSETTS
(State of Incorporation

or Organization)

36-4472501
(I.R.S. Employer

Identification No.)

333 West Wacker Drive

Chicago, Illinois 60606

(Address of Principal Executive Offices)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of Class

Name of Exchange On Which

to be so Registered
Common shares of beneficial interest,
par value \$0.01 per share

Class is to be Registered
New York Stock Exchange

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c), please check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d), please check the following box.

Securities Act registration statement file number to which this form relates: 333-190055

Securities to be registered pursuant to Section 12(g) of the Act:

NONE

(Title of Class)

Item 1. Description of Registrant's Securities to be Registered.

The shares to be registered hereunder are common shares of beneficial interest, par value \$0.01 per share (the Common Shares), of Nuveen Real Estate Income Fund (the Registrant). The description of the Common Shares is contained in the prospectus and in the related exhibits included in the registration statement on Form N-2, pre-effective amendment no. 1, filed by the Registrant under the Securities Act of 1933, as amended, on March 7, 2014 (Registration No. 333-190055).

The description of the Common Shares contained in such filings is deemed incorporated herein by reference and made part of this registration statement.

Item 2. Exhibits.

- 1 Declaration of Trust of Registrant, dated August 27, 2001, is incorporated herein by reference to Pre-Effective Amendment No. 1 of the Registrant's Registration Statement on Form N-2 (File No. 333-133365) filed on May 22, 2006.
- 2 Amended and Restated By-Laws of Registrant, dated November 18, 2009, are incorporated herein by reference to the Registrant's Registration Statement on Form N-2 (File No. 333-190055) filed on July 22, 2013.

SIGNATURE

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

Date: August 23, 2016

NUVEEN REAL ESTATE INCOME FUND

By: /s/ Kevin J. McCarthy
Name: Kevin J. McCarthy
Title: Vice President and Secretary