## Edgar Filing: NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 3 - Form N-23C-2

NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 3 Form N-23C-2 March 11, 2014

**Securities and Exchange Commission** 

Washington, DC 20549

Rule 23c-2 Notice of Intention to

**Redeem Securities** 

of

Nuveen Dividend Advantage Municipal Fund 3

333 West Wacker Drive

Chicago, Illinois 60606

under the

Investment Company Act of 1940

Investment Company Act File No. 811-10345

The undersigned registered closed-end investment company hereby notifies the Securities and Exchange Commission that it intends to redeem securities of which it is the issuer, as set forth below in accordance with the requirements of Rule 23c-2 under the Investment Company Act of 1940 (the Act ).

(1) Title of the class of securities of Nuveen Dividend Advantage Municipal Fund 3 (the Fund ) to be redeemed: MuniFund Term Preferred Shares, 2.80% Series 2016, Liquidation Preference \$10.00 per share, (CUSIP # 67070X 507).

Variable Rate MuniFund Term Preferred Shares, Series 2014, Liquidation Preference \$100,000 per share (CUSIP #67070X 606) (the VMTP Shares ).

(2) Date on which the securities are expected to be called or redeemed:

<u>MuniFund Term Preferred Shares</u>

Series 2.80% Series 2016

Date April 11, 2014

**VMTP Shares** 

# Edgar Filing: NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 3 - Form N-23C-2

Series Series 2014 Date April 11, 2014

## Edgar Filing: NUVEEN DIVIDEND ADVANTAGE MUNICIPAL FUND 3 - Form N-23C-2

The redemption of these securities is subject to the consummation of the sale of certain newly issued series of preferred securities of the Fund, which may not occur. These redemptions may be effected on a subsequent date, due to market conditions or otherwise as determined by the Board of Trustees of the Fund.

(3) Applicable provisions of the governing instrument pursuant to which the securities are to be redeemed: The MuniFund Term Preferred Shares are to be redeemed pursuant to Section 2.5(c)(i) of the Statement Establishing and Fixing the Rights and Preferences of MuniFund Term Preferred Shares of the Fund.

The VMTP Shares are to be redeemed pursuant to Section 2.5(c)(i) of the Statement Establishing and Fixing the Rights and Preferences of Variable Rate MuniFund Term Preferred Shares of the Fund.

(4) The number of shares to be redeemed and the basis upon which the shares to be redeemed are to be selected: The Fund intends to redeem all of the outstanding MuniFund Term Preferred Shares, as set forth below:

## **MuniFund Term Preferred Shares**

Series 2.80% Series 2016

Number of Shares 7,000,000

The Fund intends to redeem all of the outstanding VMTP Shares, as set forth below:

## **VMTP Shares**

Series Series 2014 Number of Shares 1,692

[Remainder of Page Left Blank]

## **SIGNATURE**

Pursuant to the requirement of Rule 23c-2 under the Investment Company Act of 1940, the Fund has duly caused this Notice of Intention to Redeem Securities to be signed on its behalf by the undersigned on this 11<sup>th</sup> day of March, 2014.

NUVEEN DIVIDEND ADVANTAGE

MUNICIPAL FUND 3

By: /s/ Mark L. Winget Name: Mark L. Winget

Title: Assistant Vice President and

**Assistant Secretary**