

# SECURITIES AND EXCHANGE COMMISSION

## FORM 497

Definitive materials filed under paragraph (a), (b), (c), (d), (e) or (f) of Securities Act Rule 497

Filing Date: **1995-05-10**  
SEC Accession No. **0000883053-95-000089**

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### FILER

#### **NUVEEN TAX EXEMPT UNIT TRUST SERIES 801**

CIK: **941226** | IRS No.: **362639476** | State of Incorporation: **DE** | Fiscal Year End: **1231**  
Type: **497** | Act: **33** | File No.: **033-58659** | Film No.: **95535956**

Mailing Address  
333 WEST WACKER DRIVE  
CHICAGO IL 60606

Business Address  
JOHN NUVEEN & CO INC  
333 WEST WACKER DRIVE  
CHICAGO IL 60606  
3129177786

NUVEEN Tax-Exempt Unit Trusts

NUVEEN  
CONNECTICUT  
TRUST 273

(CONNECTICUT TRADITIONAL TRUST 273)

Estimated Current Return  
5.31% to 5.53%  
as of 05/08/95

Estimated Long Term Return  
5.38% to 5.60%  
35,000 units in a  
diversified \$3,500,000  
portfolio of tax-exempt  
bonds

Cusip:  
67094E 675 Monthly Payment Option  
67094E 683 Quarterly Payment Option  
67094E 691 Semi-Annual Payment Option

Registered in Connecticut  
John Nuveen & Co. Incorporated  
Investment Bankers

<TABLE>

|                          |                  |
|--------------------------|------------------|
| <S>                      | <C>              |
| Chicago:                 | Atlanta          |
| 333 W. Wacker Dr.        | Austin           |
| Chicago, Illinois 60606  | Boca Raton       |
| Telephone: 312.917.7700  | Boston           |
|                          | Columbus         |
| New York:                | Dallas/Ft. Worth |
| Swiss Bank Tower         | Irvine           |
| 10 East 50th Street      | Philadelphia     |
| New York, New York 10022 | Phoenix          |
| Telephone: 212.207.2000  | San Francisco    |
|                          | Seattle          |
|                          | Tampa            |
|                          | Washington, D.C. |

</TABLE>

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NUVEEN TAX-EXEMPT UNIT TRUST--CONNECTICUT TRADITIONAL TRUST 273  
SCHEDULE OF INVESTMENTS  
DATE OF DEPOSIT MAY 9, 1995  
-----

<TABLE>  
<CAPTION>

| Aggregate<br>Principal<br><C> | <C> <S> | Name of Issuer and Title of Issue Represented<br>by Sponsor's Contracts to Purchase Bonds   | Optional<br>Redemption<br>Provisions<br><C> | Ratings                     |                |
|-------------------------------|---------|---|---|-----------------------------|----------------|
|                               |         |   |   | Standard<br>& Poor's<br><C> | Moody's<br><C> |
| \$ 215,000                    |         | State of Connecticut, Special Tax Obligation Bonds,<br>Transportation Infrastructure Purposes, 1994 Series A,<br>5.65% Due 4/1/12. (FGIC Insured.)  | 2004 at 101<br>1/2                          | AAA                         | Aaa            |
| 500,000                       |         | Connecticut Development Authority, Water Facilities<br>Refunding Revenue Bonds (Bridgeport Hydraulic Company<br>Project-1994A Series), 6.05% Due 3/1/29. (MBIA Insured.)  | 2004 at 102                                 | AAA                         | Aaa            |
| 500,000                       |         | State of Connecticut Health and Educational Facilities<br>Authority, Revenue Bonds, New Britain General Hospital<br>Issue, Series B, 6.00% Due 7/1/24. (AMBAC Insured.)   | 2004 at 102                                 | AAA                         | Aaa            |
| 500,000                       |         | State of Connecticut, Health and Educational Facilities<br>Authority, Revenue Bonds, Saint Francis Hospital and<br>Medical Center Issue, Series C, 5.00% Due 7/1/23. (FGIC<br>Insured.)   | 2003 at 102                                 | AAA                         | Aaa            |
| 500,000                       |         | South Central Connecticut Regional Water Authority, Water<br>System Revenue Bonds, Eleventh Series, 5.75% Due 8/1/12.<br>(FGIC Insured.)  | 2003 at 102                                 | AAA                         | Aaa            |
| 500,000                       |         | City of Stamford, Connecticut, General Obligation Bonds,<br>Issue of 1995, 5.50% Due 3/15/15.   | 2004 at 102                                 | AAA                         | Aaa            |
| 260,000                       |         | Town of Westport, Connecticut, General Obligation Bonds<br>Issue of 1994, 5.75% Due 6/15/14.  | 2003 at 102                                 | --                          | Aaa            |
| 525,000                       |         | Commonwealth of Puerto Rico, Public Improvement Bonds of<br>1995 (General Obligation Bonds.), 5.375% Due 7/1/22.<br>(Original issue discount bonds delivered on or about May<br>4, 1995 at a price of 93.916% of principal amount.) (MBIA | 2005 at 101<br>1/2                          | AAA                         | Aaa            |

Insured.)

\$3,500,000

</TABLE>

UNIT PRICE, ESTIMATED CURRENT RETURN AND ESTIMATED LONG TERM RETURN DEPEND ON AMOUNT PURCHASED AND PAYMENT OPTION The sales charges/volume discounts below apply on all concurrent purchases of any Nuveen trust units, unless any such purchases are made by a class of investors for which a separate sales charge is applicable as described more fully in the Prospectus. Estimated Current Return equals net income divided by offering price. Estimated Long Term Return represents an average of the yields to maturity (or call) of the Bonds in the Trust adjusted to reflect expenses and sales charges.

<TABLE>  
<CAPTION>

Estimated Current Return (2)

| AMOUNT PURCHASED |                      |              | Public Offering Price (1) | Estimated Current Return (2) |                   |                     |
|------------------|----------------------|--------------|---------------------------|------------------------------|-------------------|---------------------|
| Units            | Dollars              | Sales Charge |                           | Monthly Payment              | Quarterly Payment | Semi-Annual Payment |
| <S>              | <C>                  | <C>          | <C>                       | <C>                          | <C>               | <C>                 |
| 50-499           | \$5,000-\$49,999     | 4.90 %       | \$ 101.81                 | 5.31%                        | 5.34%             | 5.36%               |
| 500-999          | 50,000-99,999        | 4.75         | 101.65                    | 5.32                         | 5.35              | 5.37                |
| 1,000-2,499      | 100,000-249,999      | 4.50         | 101.38                    | 5.34                         | 5.37              | 5.39                |
| 2,500-4,999      | 250,000-499,999      | 4.25         | 101.12                    | 5.35                         | 5.38              | 5.40                |
| 5,000-9,999      | 500,000-999,999      | 3.50         | 100.33                    | 5.39                         | 5.42              | 5.44                |
| 10,000-24,999    | 1,000,000- 2,499,999 | 3.00         | 99.81                     | 5.42                         | 5.45              | 5.47                |
| 25,000-49,999    | 2,500,000- 4,999,999 | 2.50         | 99.30                     | 5.45                         | 5.48              | 5.50                |
| 50,000 and over  | 5,000,000 and over   | 2.00         | 98.80                     | 5.48                         | 5.51              | 5.53                |

</TABLE>

<TABLE>  
<CAPTION>

Estimated Long Term Return (3)

| AMOUNT PURCHASED |                      |              | Public Offering Price (1) | Estimated Long Term Return (3) |                   |                     |
|------------------|----------------------|--------------|---------------------------|--------------------------------|-------------------|---------------------|
| Units            | Dollars              | Sales Charge |                           | Monthly Payment                | Quarterly Payment | Semi-Annual Payment |
| <S>              | <C>                  | <C>          | <C>                       | <C>                            | <C>               | <C>                 |
| 50-499           | \$5,000-\$49,999     | 4.90 %       | \$ 101.81                 | 5.38%                          | 5.41%             | 5.43%               |
| 500-999          | 50,000-99,999        | 4.75         | 101.65                    | 5.39                           | 5.42              | 5.44                |
| 1,000-2,499      | 100,000-249,999      | 4.50         | 101.38                    | 5.41                           | 5.43              | 5.45                |
| 2,500-4,999      | 250,000-499,999      | 4.25         | 101.12                    | 5.42                           | 5.45              | 5.46                |
| 5,000-9,999      | 500,000-999,999      | 3.50         | 100.33                    | 5.46                           | 5.49              | 5.51                |
| 10,000-24,999    | 1,000,000- 2,499,999 | 3.00         | 99.81                     | 5.49                           | 5.52              | 5.54                |
| 25,000-49,999    | 2,500,000- 4,999,999 | 2.50         | 99.30                     | 5.52                           | 5.55              | 5.57                |
| 50,000 and over  | 5,000,000 and over   | 2.00         | 98.80                     | 5.55                           | 5.58              | 5.60                |

</TABLE>

- (1) As of the business day prior to the Date of Deposit. Units are offered at the Public Offering Price plus accrued interest.
- (2) All figures as of the business day prior to Date of Deposit. The estimated current return for purchases made on such date will be as shown, as long as the portfolio size and composition remain the same.
- (3) In contrast to Estimated Current Return, Estimated Long Term Return reflects the amortization of premium or accretion of discount, if any, on the bonds in the Trust's portfolio.

INTEREST DISTRIBUTIONS TO UNITHOLDERS Unitholders may elect to have interest distributions made on a monthly, quarterly, or semi-annual basis. Record Dates are May 1 and November 1 for semi-annual distributions; February 1, May 1, August 1 and November 1 for quarterly distributions; and the first of each month for monthly distributions. Details of interest distributions per unit under the various plans appear in the following table based upon estimated net annual interest income at the Date of Deposit:

<TABLE>



than the initial investment.

REINVESTMENT OPTIONS Specify automatic reinvestment of trust income, with no sales charge, to earn compounded dividends with Nuveen mutual funds.

UNITS OF THE TRUST ARE NOT DEPOSITS OR OBLIGATIONS OF, OR GUARANTEED OR ENDORSED BY, ANY BANK AND ARE NOT FEDERALLY INSURED OR OTHERWISE PROTECTED BY THE FEDERAL DEPOSIT INSURANCE CORPORATION, THE FEDERAL RESERVE BOARD OR ANY OTHER AGENCY AND INVOLVE INVESTMENT RISK, INCLUDING THE POSSIBLE LOSS OF PRINCIPAL.

FOR A PROSPECTUS CONTAINING MORE COMPLETE INFORMATION, INCLUDING CHARGES AND EXPENSES, ON THIS NUVEEN TAX-EXEMPT UNIT TRUST AND ANY OTHER NUVEEN FUND, CALL YOUR BROKER . . . OR NUVEEN AT

1-800-257-8787

READ THE PROSPECTUS CAREFULLY BEFORE YOU INVEST OR SEND MONEY.

NUVEEN Tax-Exempt Unit Trusts

NUVEEN
SHORT INTERMEDIATE
INSURED
TRUST 41

Estimated Current Return
4.45% to 4.57%
as of 05/08/95

Estimated Long Term Return
4.72% to 4.85%
90,000 units in a
diversified \$9,000,000
portfolio of tax-exempt
bonds rated "AAA"

Cusip:
6710A0 528 Monthly Payment Option
6710A0 536 Quarterly Payment Option
6710A0 544 Semi-Annual Payment Option

Registered in all states
John Nuveen & Co. Incorporated
Investment Bankers

Table with 2 columns: Office Location and Address. Includes Chicago, New York, and Washington, D.C. entries.

NUVEEN TAX-EXEMPT UNIT TRUST--INSURED, SHORT INTERMEDIATE INSURED TRUST 41
SCHEDULE OF INVESTMENTS
DATE OF DEPOSIT MAY 9, 1995

Table with 5 columns: Aggregate Principal, Name of Issuer and Title of Issue Represented, Optional Redemption Provisions, Ratings (Standard & Poor's, Moody's), and other details. Includes entry for University of California Revenue Bonds.

|           |  |                     |     |     |
|-----------|--|---------------------|-----|-----|
| 500,000   | Due 9/1/00.<br>State of Connecticut, Special Tax Obligation Refunding<br>Bonds, Transportation Infrastructure Purposes, 1993 Series<br>B, 4.00% Due 10/1/00. | No Optional<br>Call | AAA | Aaa |
| 500,000   | City of Chicago (Illinois), General Obligation Bonds,<br>Refunding Series 1993B, 4.40% Due 1/1/00.   | No Optional<br>Call | AAA | Aaa |
| 1,000,000 | Indiana Municipal Power Agency, Power Supply System<br>Refunding Revenue Bonds, 1993 Series B, 5.125% Due 1/1/01.  | No Optional<br>Call | AAA | Aaa |
| 500,000   | Commonwealth of Kentucky, State Property and Buildings<br>Commission, Revenue and Revenue Refunding Bonds, Project<br>No. 54, 5.10% Due 9/1/00.              | No Optional<br>Call | AAA | Aaa |
| 900,000   | University of Kentucky, Community Colleges Educational<br>Buildings, Refunding Revenue Bonds, Second Series, 4.50%<br>Due 5/1/00.                            | No Optional<br>Call | AAA | Aaa |
| 900,000   | Prince George's County, Maryland, General Obligation<br>Consolidated Public Improvement Bonds, Series 1995, 5.00%<br>Due 1/1/00. (When issued.)              | No Optional<br>Call | AAA | Aaa |
| 900,000   | Nebraska Public Power District, Electric System Revenue<br>Bonds, 1993 Series A, 4.50% Due 1/1/00.   | No Optional<br>Call | AAA | Aaa |
| 500,000   | Omaha Public Power District (Nebraska), Electric System<br>Revenue Bonds, 1993, Series A, 4.85% Due 2/1/00.  | No Optional<br>Call | AAA | Aaa |
| 900,000   | Dormitory Authority of the State of New York, State<br>University Educational Facilities Revenue Bonds, Series<br>1993C, 5.10% Due 5/15/00.                  | No Optional<br>Call | AAA | Aaa |
| 900,000   | New York State Urban Development Corporation, Correctional<br>Facilities Revenue Bonds, 1993A Refunding Series, 4.80%<br>Due 1/1/00.                         | No Optional<br>Call | AAA | Aaa |
| 500,000   | Port of Seattle, Washington, Revenue Refunding Bonds, Series<br>1994C, 4.20% Due 7/1/00.   | No Optional<br>Call | AAA | Aaa |
| 500,000   | Washington Public Power Supply System, Nuclear Project No. 2<br>Refunding Revenue Bonds, Series 1993B, 5.00% Due 7/1/00.                                     | No Optional<br>Call | AAA | Aaa |

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\$9,000,000  
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</TABLE>

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UNIT PRICE, ESTIMATED CURRENT RETURN AND ESTIMATED LONG TERM RETURN DEPEND ON  
AMOUNT PURCHASED AND PAYMENT OPTION The sales charges/volume discounts below  
apply on all concurrent purchases of any Nuveen trust units, unless any such  
purchases are made by a class of investors for which a separate sales charge is  
applicable as described more fully in the Prospectus. Estimated Current Return  
equals net income divided by offering price. Estimated Long Term Return  
represents an average of the yields to maturity (or call) of the Bonds in the  
Trust adjusted to reflect expenses and sales charges.  
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<TABLE>  
<CAPTION>

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Estimated Current Return (2)  
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| AMOUNT PURCHASED |                      | Sales<br>Charge | Public<br>Offering<br>Price (1) | Monthly<br>Payment | Quarterly<br>Payment | Semi-Annual<br>Payment |
|------------------|----------------------|-----------------|---------------------------------|--------------------|----------------------|------------------------|
| Units            | Dollars              |                 |                                 |                    |                      |                        |
| <S>              | <C>                  | <C>             | <C>                             | <C>                | <C>                  | <C>                    |
| 50-499           | \$5,000-\$49,999     | 3.00 %          | \$ 101.52                       | 4.45%              | 4.49%                | 4.50%                  |
| 500-999          | 50,000-99,999        | 2.80            | 101.31                          | 4.46               | 4.49                 | 4.51                   |
| 1,000-2,499      | 100,000-249,999      | 2.60            | 101.10                          | 4.47               | 4.50                 | 4.52                   |
| 2,500-4,999      | 250,000-499,999      | 2.35            | 100.84                          | 4.48               | 4.52                 | 4.53                   |
| 5,000-9,999      | 500,000-999,999      | 2.10            | 100.58                          | 4.50               | 4.53                 | 4.55                   |
| 10,000-24,999    | 1,000,000- 2,499,999 | 1.85            | 100.33                          | 4.51               | 4.54                 | 4.56                   |
| 25,000-49,999    | 2,500,000- 4,999,999 | 1.80            | 100.27                          | 4.51               | 4.54                 | 4.56                   |
| 50,000 and over  | 5,000,000 and over   | 1.50            | 99.97                           | 4.52               | 4.56                 | 4.57                   |

</TABLE>

<TABLE>  
<CAPTION>

-----  
Estimated Long Term Return (3)  
-----

| AMOUNT PURCHASED |                  | Sales<br>Charge | Public<br>Offering<br>Price (1) | Monthly<br>Payment | Quarterly<br>Payment | Semi-Annual<br>Payment |
|------------------|------------------|-----------------|---------------------------------|--------------------|----------------------|------------------------|
| Units            | Dollars          |                 |                                 |                    |                      |                        |
| <S>              | <C>              | <C>             | <C>                             | <C>                | <C>                  | <C>                    |
| 50-499           | \$5,000-\$49,999 | 3.00 %          | \$ 101.52                       | 4.72%              | 4.76%                | 4.77%                  |
| 500-999          | 50,000-99,999    | 2.80            | 101.31                          | 4.73               | 4.77                 | 4.78                   |
| 1,000-2,499      | 100,000-249,999  | 2.60            | 101.10                          | 4.74               | 4.78                 | 4.79                   |
| 2,500-4,999      | 250,000-499,999  | 2.35            | 100.84                          | 4.75               | 4.79                 | 4.80                   |
| 5,000-9,999      | 500,000-999,999  | 2.10            | 100.58                          | 4.77               | 4.81                 | 4.82                   |



| <S>         | Percent<br>of Total<br>Income<br><C> | <C> |
|-------------|--------------------------------------|-----|
| California  | 4.8                                  |     |
| Connecticut | 4.7                                  |     |
| Illinois    | 5.2                                  |     |
| Indiana     | 12.1                                 |     |
| Kentucky    | 15.5                                 |     |

| <S>        | Percent<br>of Total<br>Income<br><C> | <C> |
|------------|--------------------------------------|-----|
| Maryland   | 10.6                                 |     |
| Nebraska   | 15.3                                 |     |
| New York   | 21.0                                 |     |
| Washington | 10.8                                 |     |

AVERAGE PORTFOLIO LIFE The average maturity of portfolio bonds is 5.0 years.

| Year Bonds Mature | Amount | Percent |
|-------------------|--------|---------|
| 2000.....         | 8,000  | 88.9%   |
| 2001.....         | 1,000  | 11.1    |

BONDS INSURED BY MBIA Each bond in this Nuveen Insured series has been insured\* by the Municipal Bond Investors Assurance Corporation, which guarantees timely payments of principal and interest. Premium payments have been fully paid by the Date of Deposit.

CALL PROTECTION Bonds are first subject to optional redemption by the issuers in the years and at the prices shown under the Redemption Provisions column in the Schedule of Investments. Unless otherwise stated, in subsequent years, bonds are redeemable at declining prices, but not usually below par value. Some issues or some portions of issues may also be subject to sinking fund redemption or extraordinary redemption without premium prior to the dates shown.

UNITS OF THE TRUST ARE NOT DEPOSITS OR OBLIGATIONS OF, OR GUARANTEED OR ENDORSED BY, ANY BANK AND ARE NOT FEDERALLY INSURED OR OTHERWISE PROTECTED BY THE FEDERAL DEPOSIT INSURANCE CORPORATION, THE FEDERAL RESERVE BOARD OR ANY OTHER AGENCY AND INVOLVE INVESTMENT RISK, INCLUDING THE POSSIBLE LOSS OF PRINCIPAL.

\* Insurance relates specifically to the bonds and not to the units or to the market value of units. Terms of the insurance are more fully described in the prospectus. No representation is made as to the insurer's ability to meet its commitments. See Section 5 of the prospectus for details.

FOR A PROSPECTUS CONTAINING MORE COMPLETE INFORMATION, INCLUDING CHARGES AND EXPENSES, ON THIS NUVEEN TAX-EXEMPT UNIT TRUST AND ANY OTHER NUVEEN FUND, CALL YOUR BROKER . . . OR NUVEEN AT

1-800-257-8787

READ THE PROSPECTUS CAREFULLY BEFORE YOU INVEST OR SEND MONEY.

801

NUVEEN Tax-Exempt Unit Trusts  
NUVEEN

Estimated Current Return  
5.26% to 5.48%  
as of 05/08/95

Estimated Long Term Return  
5.37% to 5.60%  
35,000 units in a  
diversified \$3,500,000  
portfolio of tax-exempt  
bonds rated "AAA"

Cusip:  
67101J 469 Monthly Payment Option  
67101J 477 Quarterly Payment Option  
67101J 485 Semi-Annual Payment Option

Registered in Arizona  
John Nuveen & Co. Incorporated  
Investment Bankers

|                          |                  |
|--------------------------|------------------|
| <TABLE>                  | <C>              |
| <S>                      | <C>              |
| Chicago:                 | Atlanta          |
| 333 W. Wacker Dr.        | Austin           |
| Chicago, Illinois 60606  | Boca Raton       |
| Telephone: 312.917.7700  | Boston           |
|                          | Columbus         |
| New York:                | Dallas/Ft. Worth |
| Swiss Bank Tower         | Irvine           |
| 10 East 50th Street      | Philadelphia     |
| New York, New York 10022 | Phoenix          |
| Telephone: 212.207.2000  | San Francisco    |
|                          | Seattle          |
|                          | Tampa            |
|                          | Washington, D.C. |
| </TABLE>                 |                  |

-----  
NUVEEN TAX-EXEMPT UNIT TRUST--INSURED, ARIZONA INSURED TRUST 39  
SCHEDULE OF INVESTMENTS  
DATE OF DEPOSIT MAY 9, 1995  
-----

|             |   |                     |          |         |
|-------------|---|---------------------|----------|---------|
| <TABLE>     |   |                     |          |         |
| <CAPTION>   |   |                     |          |         |
|             |   |                     |          | Ratings |
|             |   |                     |          | -----   |
| Aggregate   | Name of Issuer and Title of Issue Represented   | Optional            | Standard | Moody's |
| Principal   | by Sponsor's Contracts to Purchase Bonds  | Redemption          | & Poor's |         |
| <C>         | <C> <S>   | Provisions          | <C>      | <C>     |
|             |   | <C>                 |          |         |
| -----       | -----   | -----               | -----    | -----   |
| \$ 500,000  | Arizona Municipal Financing Program of 1992, Refunding<br>Certificates of Participation, Series 4, 5.50% Due 8/1/19.  | 2003 at 102         | AAA      | Aaa     |
| 500,000     | City of Phoenix Civic Improvement Corporation (Arizona),<br>Wastewater System Lease Revenue Refunding Bonds, Series<br>1993, 5.00% Due 7/1/18.  | 2004 at 102         | AAA      | Aaa     |
| 500,000     | The Industrial Development Authority of the County of Pima,<br>Arizona, Health Care System Revenue Bonds, Carondelet<br>Health Care Corporation of Arizona Issue, Series 1993,<br>5.25% Due 7/1/12.   | No Optional<br>Call | AAA      | Aaa     |
| 500,000     | City of Tucson, Arizona, General Obligation Refunding Bonds,<br>Series 1995, 5.50% Due 7/1/12.  | 2005 at 101         | AAA      | Aaa     |
| 500,000     | City of Tucson, Arizona, Senior Lien Street and Highway User<br>Revenue Bonds, Series 1994-A (1995), 5.35% Due 7/1/14.  | 2005 at 101         | AAA      | Aaa     |
| 500,000     | University Medical Center Corporation (Tucson, Arizona),<br>Hospital Revenue Refunding Bonds, Series 1993, 5.00% Due<br>7/1/21. (Original issue discount bonds delivered on or<br>about June 8, 1993 at a price of 90.122% of principal<br>amount.) | 2003 at 102         | AAA      | Aaa     |
| 500,000     | Commonwealth of Puerto Rico, Public Improvement Bonds of<br>1994 (General Obligation Bonds),<br>195M-6.45% Due 7/1/17,<br>305M-6.50% Due 7/1/23.  | 2004 at 101<br>1/2  | AAA      | Aaa     |
| -----       | -----   | -----               | -----    | -----   |
| \$3,500,000 |   |                     |          |         |
| -----       |   |                     |          |         |
| </TABLE>    |   |                     |          |         |

UNIT PRICE, ESTIMATED CURRENT RETURN AND ESTIMATED LONG TERM RETURN DEPEND ON AMOUNT PURCHASED AND PAYMENT OPTION The sales charges/volume discounts below apply on all concurrent purchases of any Nuveen trust units, unless any such purchases are made by a class of investors for which a separate sales charge is applicable as described more fully in the Prospectus. Estimated Current Return equals net income divided by offering price. Estimated Long Term Return represents an average of the yields to maturity (or call) of the Bonds in the Trust adjusted to reflect expenses and sales charges.

<TABLE>  
<CAPTION>

| AMOUNT PURCHASED |                      | Sales Charge | Public Offering Price (1) | Estimated Current Return (2) |                   |                     |
|------------------|----------------------|--------------|---------------------------|------------------------------|-------------------|---------------------|
| Units            | Dollars              |              |                           | Monthly Payment              | Quarterly Payment | Semi-Annual Payment |
| <S>              | <C>                  | <C>          | <C>                       | <C>                          | <C>               | <C>                 |
| 50-499           | \$5,000-\$49,999     | 4.90 %       | \$ 99.25                  | 5.26%                        | 5.30%             | 5.31%               |
| 500-999          | 50,000-99,999        | 4.75         | 99.10                     | 5.27                         | 5.30              | 5.32                |
| 1,000-2,499      | 100,000-249,999      | 4.50         | 98.84                     | 5.28                         | 5.32              | 5.34                |
| 2,500-4,999      | 250,000-499,999      | 4.25         | 98.58                     | 5.30                         | 5.33              | 5.35                |
| 5,000-9,999      | 500,000-999,999      | 3.50         | 97.81                     | 5.34                         | 5.37              | 5.39                |
| 10,000-24,999    | 1,000,000- 2,499,999 | 3.00         | 97.31                     | 5.37                         | 5.40              | 5.42                |
| 25,000-49,999    | 2,500,000- 4,999,999 | 2.50         | 96.81                     | 5.40                         | 5.43              | 5.45                |
| 50,000 and over  | 5,000,000 and over   | 2.00         | 96.32                     | 5.42                         | 5.46              | 5.48                |

<TABLE>  
<CAPTION>

| AMOUNT PURCHASED |                      | Sales Charge | Public Offering Price (1) | Estimated Long Term Return (3) |                   |                     |
|------------------|----------------------|--------------|---------------------------|--------------------------------|-------------------|---------------------|
| Units            | Dollars              |              |                           | Monthly Payment                | Quarterly Payment | Semi-Annual Payment |
| <S>              | <C>                  | <C>          | <C>                       | <C>                            | <C>               | <C>                 |
| 50-499           | \$5,000-\$49,999     | 4.90 %       | \$ 99.25                  | 5.37%                          | 5.41%             | 5.43%               |
| 500-999          | 50,000-99,999        | 4.75         | 99.10                     | 5.38                           | 5.42              | 5.44                |
| 1,000-2,499      | 100,000-249,999      | 4.50         | 98.84                     | 5.40                           | 5.43              | 5.45                |
| 2,500-4,999      | 250,000-499,999      | 4.25         | 98.58                     | 5.41                           | 5.45              | 5.46                |
| 5,000-9,999      | 500,000-999,999      | 3.50         | 97.81                     | 5.45                           | 5.49              | 5.51                |
| 10,000-24,999    | 1,000,000- 2,499,999 | 3.00         | 97.31                     | 5.48                           | 5.52              | 5.54                |
| 25,000-49,999    | 2,500,000- 4,999,999 | 2.50         | 96.81                     | 5.51                           | 5.55              | 5.57                |
| 50,000 and over  | 5,000,000 and over   | 2.00         | 96.32                     | 5.54                           | 5.58              | 5.60                |

- (1) As of the business day prior to the Date of Deposit. Units are offered at the Public Offering Price plus accrued interest.
- (2) All figures as of the business day prior to Date of Deposit. The estimated current return for purchases made on such date will be as shown, as long as the portfolio size and composition remain the same.
- (3) In contrast to Estimated Current Return, Estimated Long Term Return reflects the amortization of premium or accretion of discount, if any, on the bonds in the Trust's portfolio.

INTEREST DISTRIBUTIONS TO UNITHOLDERS Unitholders may elect to have interest distributions made on a monthly, quarterly, or semi-annual basis. Record Dates are May 1 and November 1 for semi-annual distributions; February 1, May 1, August 1 and November 1 for quarterly distributions; and the first of each month for monthly distributions. Details of interest distributions per unit under the various plans appear in the following table based upon estimated net annual interest income at the Date of Deposit:

<TABLE>  
<CAPTION>

| Arizona Insured Trust | 1995 | 1996 | Normal Distributions per Year + |
|-----------------------|------|------|---------------------------------|
| <S>                   | <C>  | <C>  | <C>                             |



market value of units. Terms of the insurance are more fully described in the prospectus. No representation is made as to the insurer's ability to meet its commitments. See Section 5 of the prospectus for details.

FOR A PROSPECTUS CONTAINING MORE COMPLETE INFORMATION, INCLUDING CHARGES AND EXPENSES, ON THIS NUVEEN TAX-EXEMPT UNIT TRUST AND ANY OTHER NUVEEN FUND, CALL YOUR BROKER . . . OR NUVEEN AT

1-800-257-8787

READ THE PROSPECTUS CAREFULLY BEFORE YOU INVEST OR SEND MONEY.

NUVEEN Tax-Exempt Unit Trusts

NUVEEN  
NEW YORK  
INSURED  
TRUST 235

Estimated Current Return  
5.39% to 5.61%  
as of 05/08/95

Estimated Long Term Return  
5.50% to 5.71%  
40,000 units in a  
diversified \$4,000,000  
portfolio of tax-exempt  
bonds rated "AAA"

Cusip:  
67101K 342 Monthly Payment Option  
67101K 359 Quarterly Payment Option  
67101K 367 Semi-Annual Payment Option

Registered in New York, Connecticut & Florida  
John Nuveen & Co. Incorporated  
Investment Bankers

<TABLE>

|                          |                  |
|--------------------------|------------------|
| <S>                      | <C>              |
| Chicago:                 | Atlanta          |
| 333 W. Wacker Dr.        | Austin           |
| Chicago, Illinois 60606  | Boca Raton       |
| Telephone: 312.917.7700  | Boston           |
|                          | Columbus         |
| New York:                | Dallas/Ft. Worth |
| Swiss Bank Tower         | Irvine           |
| 10 East 50th Street      | Philadelphia     |
| New York, New York 10022 | Phoenix          |
| Telephone: 212.207.2000  | San Francisco    |
|                          | Seattle          |
|                          | Tampa            |
|                          | Washington, D.C. |

</TABLE>

NUVEEN TAX-EXEMPT UNIT TRUST--INSURED, NEW YORK INSURED TRUST 235  
SCHEDULE OF INVESTMENTS  
DATE OF DEPOSIT MAY 9, 1995

<TABLE>  
<CAPTION>

| Aggregate<br>Principal<br><C> | <C> <S> | Name of Issuer and Title of Issue Represented<br>by Sponsor's Contracts to Purchase Bonds  | Optional<br>Redemption<br>Provisions<br><C> | Ratings                     |                |
|-------------------------------|---------|--|---|-----------------------------|----------------|
|                               |         |  |   | Standard<br>& Poor's<br><C> | Moody's<br><C> |
| \$ 290,000                    |         | Dormitory Authority of the State of New York, University of Rochester, Strong Memorial Hospital Revenue Bonds, Series 1994, 5.90% Due 7/1/17.                                      | 2004 at 102                                 | AAA                         | Aaa            |
| 600,000                       |         | New York Local Government Assistance Corporation, Series 1995A Bonds, 6.00% Due 4/1/24.  | 2005 at 102                                 | AAA                         | Aaa            |
| 600,000                       |         | New York State Medical Care Facilities Finance Agency, Mental Health Services Facilities Improvement Revenue Bonds, 1994 Series E, 6.375% Due 8/15/14. (General Obligation Bonds.) | 2004 at 102                                 | AAA                         | Aaa            |
| 600,000                       |         | New York State Thruway Authority, General Revenue Bonds, Series C, 6.00% Due 1/1/25.   | 2005 at 102                                 | AAA                         | Aaa            |
| 600,000                       |         | New York State Urban Development Corporation, Correctional   | 2004 at 102                                 | AAA                         | Aaa            |

Capital Facilities Revenue Bonds, Series 4, 5.375% Due 1/1/23. (Original issue discount bonds delivered on or about December 29, 1993 at a price of 94.25% of principal amount.)

|         |  |                  |     |     |
|---------|--|------------------|-----|-----|
| 110,000 | The City of New York (New York), General Obligation Bonds, Fiscal 1993 Series E, 0.00% Due 5/15/19. (Original issue discount bonds delivered on or about May 27, 1993 at a price of 19.479% of principal amount.)              | No Optional Call | AAA | Aaa |
| 600,000 | Metropolitan Transportation Authority (New York), Transit Facilities Revenue Bonds, Series O, 6.00% Due 7/1/24. (Original issue discount bonds delivered on or about July 12, 1994 at a price of 94.875% of principal amount.) | 2004 at 101 1/2  | AAA | Aaa |
| 600,000 | Triborough Bridge and Tunnel Authority (New York), General Purpose Revenue Bonds, Series 1994A, 4.75% Due 1/1/14.  | No Optional Call | AAA | Aaa |

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\$4,000,000  
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</TABLE>

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UNIT PRICE, ESTIMATED CURRENT RETURN AND ESTIMATED LONG TERM RETURN DEPEND ON AMOUNT PURCHASED AND PAYMENT OPTION The sales charges/volume discounts below apply on all concurrent purchases of any Nuveen trust units, unless any such purchases are made by a class of investors for which a separate sales charge is applicable as described more fully in the Prospectus. Estimated Current Return equals net income divided by offering price. Estimated Long Term Return represents an average of the yields to maturity (or call) of the Bonds in the Trust adjusted to reflect expenses and sales charges.  
-----

<TABLE>  
<CAPTION>

-----  
Estimated Current Return (2)  
-----

| AMOUNT PURCHASED |                      | Sales Charge | Public Offering Price (1) |     | Monthly Payment | Quarterly Payment | Semi-Annual Payment |
|------------------|----------------------|--------------|---------------------------|-----|-----------------|-------------------|---------------------|
| Units            | Dollars              |              | <C>                       | <C> |                 |                   |                     |
| <S>              | <C>                  | <C>          | <C>                       | <C> | <C>             | <C>               | <C>                 |
| 50-499           | \$5,000-\$49,999     | 4.90 %       | \$ 99.90                  |     | 5.39%           | 5.42%             | 5.44%               |
| 500-999          | 50,000-99,999        | 4.75         | 99.75                     |     | 5.40            | 5.43              | 5.45                |
| 1,000-2,499      | 100,000-249,999      | 4.50         | 99.49                     |     | 5.41            | 5.45              | 5.46                |
| 2,500-4,999      | 250,000-499,999      | 4.25         | 99.23                     |     | 5.43            | 5.46              | 5.48                |
| 5,000-9,999      | 500,000-999,999      | 3.50         | 98.46                     |     | 5.47            | 5.50              | 5.52                |
| 10,000-24,999    | 1,000,000- 2,499,999 | 3.00         | 97.95                     |     | 5.50            | 5.53              | 5.55                |
| 25,000-49,999    | 2,500,000- 4,999,999 | 2.50         | 97.45                     |     | 5.53            | 5.56              | 5.58                |
| 50,000 and over  | 5,000,000 and over   | 2.00         | 96.95                     |     | 5.56            | 5.59              | 5.61                |

</TABLE>

<TABLE>  
<CAPTION>

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Estimated Long Term Return (3)  
-----

| AMOUNT PURCHASED |                      | Sales Charge | Public Offering Price (1) |     | Monthly Payment | Quarterly Payment | Semi-Annual Payment |
|------------------|----------------------|--------------|---------------------------|-----|-----------------|-------------------|---------------------|
| Units            | Dollars              |              | <C>                       | <C> |                 |                   |                     |
| <S>              | <C>                  | <C>          | <C>                       | <C> | <C>             | <C>               | <C>                 |
| 50-499           | \$5,000-\$49,999     | 4.90 %       | \$ 99.90                  |     | 5.50%           | 5.53%             | 5.54%               |
| 500-999          | 50,000-99,999        | 4.75         | 99.75                     |     | 5.50            | 5.53              | 5.55                |
| 1,000-2,499      | 100,000-249,999      | 4.50         | 99.49                     |     | 5.52            | 5.55              | 5.57                |
| 2,500-4,999      | 250,000-499,999      | 4.25         | 99.23                     |     | 5.53            | 5.56              | 5.58                |
| 5,000-9,999      | 500,000-999,999      | 3.50         | 98.46                     |     | 5.58            | 5.61              | 5.63                |
| 10,000-24,999    | 1,000,000- 2,499,999 | 3.00         | 97.95                     |     | 5.61            | 5.64              | 5.66                |
| 25,000-49,999    | 2,500,000- 4,999,999 | 2.50         | 97.45                     |     | 5.64            | 5.67              | 5.68                |
| 50,000 and over  | 5,000,000 and over   | 2.00         | 96.95                     |     | 5.66            | 5.69              | 5.71                |

</TABLE>

- -----
- (1) As of the business day prior to the Date of Deposit. Units are offered at the Public Offering Price plus accrued interest.
  - (2) All figures as of the business day prior to Date of Deposit. The estimated current return for purchases made on such date will be as shown, as long as the portfolio size and composition remain the same.
  - (3) In contrast to Estimated Current Return, Estimated Long Term Return reflects the amortization of premium or accretion of discount, if any, on the bonds in the Trust's portfolio.

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<TABLE>  
<CAPTION>

| New York Insured Trust<br><S>      | 1995        |                                  |              | 1996      |           |           | Normal<br>Distributions<br>per Year +<br><C> |
|------------------------------------|-------------|----------------------------------|--------------|-----------|-----------|-----------|--|
|                                    | <C>         | <C>                              | <C>          | <C>       | <C>       | <C>       |  |
| Record Date*.....                  | 6/1         | 8/1                              | 11/1         | 2/1       | 5/1       |           |  |
| Distribution Date.....             | 6/15        | 8/15                             | 11/15        | 2/15      | 5/15      |           |  |
| Monthly Distribution Plan.....     | \$ .3289(1) | ----- \$ .4485 every month ----- |              |           |           | \$ 5.3856 |  |
| Quarterly Distribution Plan.....   | \$ .3289(1) | \$ .9024(2)                      | \$ 1.3536    | \$ 1.3536 | \$ 1.3536 | \$ 5.4176 |  |
| Semi-Annual Distribution Plan..... | \$ .3289(1) |                                  | \$ 2.2650(3) |           | \$ 2.7180 | \$ 5.4366 |  |

<FN>

\* Record Dates for semi-annual distributions are May 1 and November 1; for quarterly distributions, they are February 1, May 1, August 1 and November 1. Record Dates for monthly distributions are the first day of each month.

- (1) The first distribution will be paid to all Unitholders, regardless of the distribution plan selected. Such distribution may be more or less than a regular monthly distribution.
- (2) The second distribution under the quarterly distribution plan represents a 2-month distribution; subsequent quarterly distributions will be regular 3-month distributions.
- (3) The second distribution under the semi-annual distribution plan represents a 5-month distribution; subsequent semi-annual distributions will be regular 6-month distributions.

</TABLE>

+ Interest for Unitholders of this series began to accrue as of the Date of Deposit. Units purchased on the Date of Deposit will have \$.10 of accrued interest that will be added to the Public Offering Price on the Settlement Date. After provision for expenses of the Fund, the daily rate of accrual from the Date of Deposit to the first Record Date is \$.01495 per unit per day. Consequently, on the first Record Date (06/01/95), accrued interest will total \$.03289 per unit for the 22-day period. All interest accrued from the Date of Deposit to the first Record Date, less expenses, will be distributed on the first Distribution Date to Unitholders of Record as of the first Record Date. The first payment to all Unitholders of Record on 06/01/95 is \$.3289 per unit. After the first Record Date daily rates of accrual are:

Monthly - \$.01495                      Quarterly - \$.01504  
Semi-Annual - \$.01510

This daily rate of accrual, and the annual distributions shown above, will remain the same as long as the portfolio size and composition remain the same.

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AVERAGE PORTFOLIO LIFE The average maturity of portfolio bonds is 25.3 years. The first bond is scheduled to mature in January, 2014, with the last bond maturity being January, 2025.

BONDS INSURED BY MBIA Each bond in this Nuveen Insured series has been insured\* by the Municipal Bond Investors Assurance Corporation, which guarantees timely payments of principal and interest. Premium payments have been fully paid by the Date of Deposit.

CALL PROTECTION Bonds are first subject to optional redemption by the issuers in the years and at the prices shown under the Redemption Provisions column in the Schedule of Investments. Unless otherwise stated, in subsequent years, bonds are redeemable at declining prices, but not usually below par value. Some issues or some portions of issues may also be subject to sinking fund redemption or extraordinary redemption without premium prior to the dates shown.

NO CHARGE FOR REDEMPTION The Trustee, United States Trust Company of New York, will redeem units at net asset value. In addition, John Nuveen & Co.

Incorporated intends to maintain a secondary market for this Nuveen Tax-Exempt Unit Trust. Inasmuch as all securities investments are subject to market price fluctuation, net asset value at the time of redemption could be more or less than the initial investment.

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REINVESTMENT OPTIONS Specify automatic reinvestment of trust income, with no sales charge, to earn compounded dividends with Nuveen mutual funds.

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UNITS OF THE TRUST ARE NOT DEPOSITS OR OBLIGATIONS OF, OR GUARANTEED OR ENDORSED BY, ANY BANK AND ARE NOT FEDERALLY INSURED OR OTHERWISE PROTECTED BY THE FEDERAL DEPOSIT INSURANCE CORPORATION, THE FEDERAL RESERVE BOARD OR ANY OTHER AGENCY AND INVOLVE INVESTMENT RISK, INCLUDING THE POSSIBLE LOSS OF PRINCIPAL.

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\* Insurance relates specifically to the bonds and not to the units or to the market value of units. Terms of the insurance are more fully described in the prospectus. No representation is made as to the insurer's ability to meet its commitments. See Section 5 of the prospectus for details.

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