

NOMURA HOLDINGS INC  
Form 6-K  
November 19, 2010  
Table of Contents

## **FORM 6-K**

# **U.S. SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**Report of Foreign Private Issuer**

**Pursuant to Rule 13a-16 or 15d-16 of  
the Securities Exchange Act of 1934**

**Commission File Number: 1-15270**

**Supplement for the month of November 2010**

# **NOMURA HOLDINGS, INC.**

**(Translation of registrant's name into English)**

**9-1, Nihonbashi 1-chome**

**Chuo-ku, Tokyo 103-8645**

**Japan**

**(Address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F.

Form 20-F   X        Form 40-F       

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

**Table of Contents**

Information furnished on this form:

**EXHIBIT**

**Exhibit Number**

1. Nomura Issues 2nd, 3rd, and 4th Series of Unsecured Subordinated Bonds

**Table of Contents**

**SIGNATURES**

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

**NOMURA HOLDINGS, INC.**

Date: November 19, 2010

By: /s/ Shinji Iwai  
Shinji Iwai  
Senior Managing Director

**Table of Contents**

**Nomura Issues 2<sup>nd</sup>, 3<sup>rd</sup>, and 4<sup>th</sup> Series of Unsecured Subordinated Bonds**

**Tokyo, November 19, 2010** Nomura Holdings, Inc. today announced that it has determined the terms of its 2nd, 3rd, and 4th series of unsecured subordinated bonds in the total principal amount of 103.2 billion yen to be issued to institutional investors in Japan. Terms of the issues are as outlined below.

**2nd Series of Nomura Holdings, Inc. (the Issuer ) Unsecured Subordinated Bonds**

1. Amount of Issue	39.5 billion yen
2. Denomination of each Bond	100 million yen
3. Issue Price	100 yen per face value of 100 yen
4. Interest Rate	2.649% per annum
5. Offering Period	November 19, 2010
6. Payment Date	November 26, 2010
7. Interest Payment Dates	May 26 and November 26 of each year
8. Maturity Date	November 26, 2025
9. Redemption Price	100% of the principal amount
10. Security or Guarantee	The Bonds are not secured by any pledge, mortgage or other charge on any assets or revenues of the Company or of others, nor are they guaranteed. There are no assets reserved as security for the Bonds.
11. Subordination	With respect to redemption of, or payment of interest on, the Bonds, the right to claim of the bondholders shall be restricted (or subordinated to other creditors of the Issuer) under certain circumstances including, but not limited to, commencement of bankruptcy procedures, corporate reorganization procedures or civil rehabilitation procedures in Japan or elsewhere.
12. Place for Application	Head office and branch offices of Nomura Securities Co., Ltd.
13. Book-entry Transfer Institution	Japan Securities Depository Center, Inc.
14. Fiscal Agent	Resona Bank, Ltd.
15. Rating	The Bonds have been given a rating of A from Rating and Investment Information, Inc. and A+ from Japan Credit Rating Agency, Ltd.

*The purpose of this press release is to make a general public announcement concerning the public offering for the 2<sup>nd</sup>, 3<sup>rd</sup> and 4<sup>th</sup> series of unsecured subordinated bonds outside the United States. It has not been prepared for the purpose of an offer of, or solicitation of an offer to buy or subscribe for, securities of Nomura Holdings, Inc. The above-referenced securities will not be or have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements thereunder.*

**Table of Contents**

**3rd Series of Nomura Holdings, Inc. (the Issuer ) Unsecured Subordinated Bonds**

1. Amount of Issue	57.7 billion yen
2. Denomination of each Bond	100 million yen
3. Issue Price	100 yen per face value of 100 yen
4. Interest Rate	2.749% per annum
5. Offering Period	November 19, 2010
6. Payment Date	November 26, 2010
7. Interest Payment Dates	May 26 and November 26 of each year
8. Maturity Date	November 26, 2025
9. Redemption Price	100% of the principal amount
10. Early Redemption	The Issuer may, with the approval of the Japanese Financial Services Agency, redeem the outstanding Bonds at any of the interest payment dates on or after November 26, 2020.
11. Security or Guarantee	The Bonds are not secured by any pledge, mortgage or other charge on any assets or revenues of the Company or of others, nor are they guaranteed. There are no assets reserved as security for the Bonds.
12. Subordination	With respect to redemption of, or payment of interest on, the Bonds, the right to claim of the bondholders shall be restricted (or subordinated to other creditors of the Issuer) under certain circumstances including, but not limited to, commencement of bankruptcy procedures, corporate reorganization procedures or civil rehabilitation procedures in Japan or elsewhere.
13. Place for Application	Head office and branch offices of Nomura Securities Co., Ltd.
14. Book-entry Transfer Institution	Japan Securities Depository Center, Inc.
15. Fiscal Agent	Resona Bank, Ltd.
16. Rating	The Bonds have been given a rating of A from Rating and Investment Information, Inc. and A+ from Japan Credit Rating Agency, Ltd.

*The purpose of this press release is to make a general public announcement concerning the public offering for the 2<sup>nd</sup>, 3<sup>rd</sup> and 4<sup>th</sup> series of unsecured subordinated bonds outside the United States. It has not been prepared for the purpose of an offer of, or solicitation of an offer to buy or subscribe for, securities of Nomura Holdings, Inc. The above-referenced securities will not be or have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements thereunder.*

**Table of Contents**

**4th Series of Nomura Holdings, Inc. (the Issuer ) Unsecured Subordinated Bonds**

1. Amount of Issue	6 billion yen
2. Denomination of each Bond	100 million yen
3. Issue Price	100 yen per face value of 100 yen
4. Interest Rate	6 month JPY-LIBOR-BBA plus 1.00% per annum
5. Offering Period	November 19, 2010
6. Payment Date	November 26, 2010
7. Interest Payment Dates	May 26 and November 26 of each year
8. Maturity Date	November 26, 2025
9. Redemption Price	100% of the principal amount
10. Early Redemption	The Issuer may, with the approval of the Japanese Financial Services Agency, redeem the outstanding Bonds at any of the interest payment dates on or after November 26, 2020.
11. Security or Guarantee	The Bonds are not secured by any pledge, mortgage or other charge on any assets or revenues of the Company or of others, nor are they guaranteed. There are no assets reserved as security for the Bonds.
12. Subordination	With respect to redemption of, or payment of interest on, the Bonds, the right to claim of the bondholders shall be restricted (or subordinated to other creditors of the Issuer) under certain circumstances including, but not limited to, commencement of bankruptcy procedures, corporate reorganization procedures or civil rehabilitation procedures in Japan or elsewhere.
13. Place for Application	Head office and branch offices of Nomura Securities Co., Ltd.
14. Book-entry Transfer Institution	Japan Securities Depository Center, Inc.
15. Fiscal Agent	Resona Bank, Ltd.
16. Rating	The Bonds have been given a rating of <b>A</b> from Rating and Investment Information, Inc. and <b>A+</b> from Japan Credit Rating Agency, Ltd.

**Ends**

**For further information please contact:**

<b>Name</b>	<b>Company</b>	<b>Telephone</b>
Joey Wu	Nomura Holdings, Inc.	+ 81-3-3278-0591
Keiko Sugai <b>Nomura</b>	Group Corporate Communications Dept.	

Nomura is a leading financial services group and the preeminent Asian-based investment bank with worldwide reach. Nomura provides a broad range of innovative solutions tailored to the specific requirements of individual, institutional, corporate and government clients through an international network in over 30 countries. Based in Tokyo and with regional headquarters in Hong Kong, London, and New York, Nomura employs over 27,000 staff worldwide. Nomura's unique understanding of Asia enables the company to make a difference for clients through

## Edgar Filing: NOMURA HOLDINGS INC - Form 6-K

three business divisions: retail, wholesale (global markets, investment banking, and other wholesale), and asset management. For further information about Nomura, please visit [www.nomura.com](http://www.nomura.com).

*The purpose of this press release is to make a general public announcement concerning the public offering for the 2<sup>nd</sup>, 3<sup>rd</sup> and 4<sup>th</sup> series of unsecured subordinated bonds outside the United States. It has not been prepared for the purpose of an offer of, or solicitation of an offer to buy or subscribe for, securities of Nomura Holdings, Inc. The above-referenced securities will not be or have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration requirements thereunder.*