

NOMURA HOLDINGS INC  
Form 6-K  
February 19, 2013  
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

For the month of February 2013

## 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  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 38th, 39th and 40th Series of Unsecured Straight 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: February 19, 2013

By: /s/ Eiji Miura  
Eiji Miura  
Senior Managing Director

**Table of Contents**

**Nomura Issues 38<sup>th</sup>, 39<sup>th</sup> and 40<sup>th</sup> Series of Unsecured Straight Bonds**

**Tokyo, February 19, 2013** Nomura Holdings, Inc. today announced that it has determined the terms of its 38<sup>th</sup>, 39<sup>th</sup>, and 40<sup>th</sup> series of unsecured straight bonds in the total principal amount of 180 billion yen. The bonds will be issued to institutional investors in Japan. Terms of the issues are as outlined below.

**38<sup>th</sup> Series of Nomura Holdings, Inc. Unsecured Straight Bonds**

|     |                                 |   |
|-----|---------------------------------|---|
| 1.  | Amount of Issue                 | 66.5 billion yen  |
| 2.  | Denomination of each Bond       | 100 million yen   |
| 3.  | Issue Price                     | 100% of the principal amount  |
| 4.  | Interest Rate                   | 0.605% per annum  |
| 5.  | Offering Period                 | February 19, 2013   |
| 6.  | Payment Date                    | February 26, 2013   |
| 7.  | Interest Payment Dates          | February 26 and August 26 each year   |
| 8.  | Maturity Date                   | February 26, 2016   |
| 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. | Place for Application           | Head office and branch offices of Nomura Securities Co., Ltd.   |
| 12. | Book-entry Transfer Institution | Japan Securities Depository Center, Inc.  |
| 13. | Fiscal Agent                    | Mizuho Corporate Bank, Ltd.   |
| 14. | Rating                          | The Bonds have been given a rating of A+ from Rating and Investment Information, Inc. and AA- 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 38<sup>th</sup>, 39<sup>th</sup> and 40<sup>th</sup> series of unsecured straight 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**

**39<sup>th</sup> Series of Nomura Holdings, Inc. Unsecured Straight Bonds**

|     |                                 |   |
|-----|---------------------------------|---|
| 1.  | Amount of Issue                 | 69 billion yen  |
| 2.  | Denomination of each Bond       | 100 million yen   |
| 3.  | Issue Price                     | 100% of the principal amount  |
| 4.  | Interest Rate                   | 0.853% per annum  |
| 5.  | Offering Period                 | February 19, 2013   |
| 6.  | Payment Date                    | February 26, 2013   |
| 7.  | Interest Payment Dates          | February 26 and August 26 each year   |
| 8.  | Maturity Date                   | February 26, 2018   |
| 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. | Place for Application           | Head office and branch offices of Nomura Securities Co., Ltd.   |
| 12. | Book-entry Transfer Institution | Japan Securities Depository Center, Inc.  |
| 13. | Fiscal Agent                    | Mizuho Corporate Bank, Ltd.   |
| 14. | Rating                          | The Bonds have been given a rating of A+ from Rating and Investment Information, Inc. and AA- 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 38<sup>th</sup>, 39<sup>th</sup> and 40<sup>th</sup> series of unsecured straight 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**

**40<sup>th</sup> Series of Nomura Holdings, Inc. Unsecured Straight Bonds**

|     |                                 |   |
|-----|---------------------------------|---|
| 1.  | Amount of Issue                 | 44.5 billion yen  |
| 2.  | Denomination of each Bond       | 100 million yen   |
| 3.  | Issue Price                     | 100% of the principal amount  |
| 4.  | Interest Rate                   | 1.249% per annum  |
| 5.  | Offering Period                 | February 19, 2013   |
| 6.  | Payment Date                    | February 26, 2013   |
| 7.  | Interest Payment Dates          | February 26 and August 26 each year   |
| 8.  | Maturity Date                   | February 26, 2020   |
| 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. | Place for Application           | Head office and branch offices of Nomura Securities Co., Ltd.   |
| 12. | Book-entry Transfer Institution | Japan Securities Depository Center, Inc.  |
| 13. | Fiscal Agent                    | Mizuho Corporate Bank, Ltd.   |
| 14. | Rating                          | The Bonds have been given a rating of A+ from Rating and Investment Information, Inc. and AA- 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 | Group Corporate Communications Dept. |                  |
| Nomura      |                                      |                  |

Nomura is a leading financial services group and the preeminent Asia-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 has a unique understanding of Asia that enables the company to make a difference for clients through three business divisions: retail, asset management, and wholesale (global markets and investment banking). 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 38<sup>th</sup>, 39<sup>th</sup> and 40<sup>th</sup> series of unsecured straight 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.*