

NOMURA HOLDINGS INC
Form 6-K
August 05, 2011
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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 August 2011

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):

Indicate by check mark whether by furnishing the information contained in this Form, the registrant is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes No X

If "Yes" is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

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Information furnished on this form:

EXHIBIT

Exhibit No.

1. Supplement for Financial Highlights Three months ended June 30, 2011

Nomura Holdings, Inc. (Nomura) hereby incorporates Exhibit 1 to this report on Form 6-K by reference in the prospectus that is part of Registration Statement on Form F-3 (Registration No. 333-169682) of Nomura and Nomura America Finance, LLC, filed with the Securities and Exchange Commission on September 30, 2010.

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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: August 5, 2011

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

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Presentation of Financial and Other Information

As used in this Form 6-K, references to Nomura or NHI are to Nomura Holdings, Inc. and its consolidated entities.

Unless otherwise stated, references in this Form 6-K to yen are to Japanese yen. Amounts shown in this Form 6-K have been rounded to the nearest indicated digit unless otherwise specified. In tables and paragraphs with rounded figures, sums may not add up due to rounding.

Except as otherwise indicated, all financial information with respect to Nomura presented in this Form 6-K is presented on an unaudited consolidated basis in accordance with accounting principles generally accepted in the United States, or U.S. GAAP.

Supplement for Financial Highlights Three months ended June 30, 2011

Nomura reported net revenue of 330.4 billion yen, income before income taxes of 34.4 billion yen, and net income attributable to NHI shareholders of 17.8 billion yen for the three months ended June 30, 2011. Basic and Diluted-net income attributable to NHI shareholders per share was 4.93 yen and 4.90 yen respectively. Annualized return on shareholders' equity was 3.4%.

i.) Financial position

As of June 30, 2011, Nomura's total capital ratio¹ was 19.8% and its Tier 1 capital ratio² was 16.2%. Nomura had total assets of 39.7 trillion yen, an increase of 3.0 trillion yen compared to March 31, 2011, reflecting primarily an increase in Trading assets, Office buildings, land, equipment and facilities, Securities borrowed, and etc. Total liabilities as of June 30, 2011 were 37.3 trillion yen, an increase of 2.7 trillion yen compared to March 31, 2011, mainly due to an increase in Securities sold under agreements to repurchase and Long-term borrowings. Total equity as of June 30, 2011 was 2.4 trillion yen, an increase of 323.5 billion yen compared to March 31, 2011. Leverage ratio as of June 30, 2011 was 18.9 times and adjusted leverage ratio³ was 11.6 times.

¹ Annualized return on shareholders' equity is a ratio of Net income attributable to NHI shareholders to Total NHI shareholders' equity multiplied by four.

² These ratios represent preliminary estimates as of the date of this supplement release and may be revised in Nomura's Quarterly Securities Report on Form 6-K for the period ended June 30, 2011.

Beginning from the end of March 2009, Nomura elected to calculate the consolidated capital adequacy ratios according to the Criteria for bank holding companies to judge whether their capital adequacy status is appropriate in light of their own and their subsidiaries' asset holdings, etc. under Article 52-25 of the Banking Act, instead of calculating these ratios in accordance with the guideline applicable to financial conglomerates. Total capital ratio and Tier 1 capital ratio are non-GAAP financial measures that Nomura considers to be useful measures that Nomura and investors use to assess financial position.

³ Adjusted leverage ratio is a non-GAAP financial measure that Nomura considers to be a useful measure that Nomura and investors use to assess financial position. Adjusted leverage ratio equals total assets less securities purchased under agreements to resell and securities borrowed divided by total NHI shareholders' equity.

Table of Contents**ii.) Expenses**

Non-interest expenses for the three months increased by 16.8% from the same period in the prior fiscal year to 296.0 billion yen.

iii.) Capital and Other Balance Sheet Metrics

As of June 30, 2011, total NHI shareholders' equity was 2.1 trillion yen, which represented an increase of 18.9 billion yen compared to March 31, 2011.

Level 3 assets (net)⁴ were approximately 0.8 trillion yen as of June 30, 2011.

iv.) Value at Risk

Value at risk⁵ as of June 30, 2011 was 6.0 billion yen, which represents a 4.8% decrease compared to March 31, 2011.

v.) Cash Dividends

| | 2011 | For the year ended March 31 2012 (Yen amounts) | 2012 (Plan) |
|------------------------|------|--|-------------|
| Dividends per share | | | |
| dividends record dates | | | |
| At June 30 | | | |
| At September 30 | 4.00 | | Unconfirmed |
| At December 31 | | | |
| At March 31 | 4.00 | | Unconfirmed |
| For the year | 8.00 | | Unconfirmed |

Nomura provides investment, financing and related services in the capital markets on a global basis. In the global capital markets there exist uncertainties due to, but not limited to, economic and market conditions. Nomura, therefore, does not present earnings forecasts. Fiscal year 2012 Q2 and Q4 dividend amounts are not presented for the reasons stated above. Nomura plans to forgo dividend distribution for Q3 of fiscal year 2012.

vi.) Number of employees

As of June 30, 2011, Nomura had 35,630 employees globally (Japan: 22,359, Europe: 4,436, Americas: 2,383, Asia (excluding Japan) and Oceania: 6,452).

⁴ This amount represents a preliminary estimate as of the date of this supplement release and may be revised in Nomura's Quarterly Securities Report on Form 6-K for the period ended June 30, 2011.

Level 3 assets (net) is a non-GAAP financial measure that Nomura considers to be a useful measure that Nomura and investors use to assess financial position. The level 3 assets (net) equals level 3 assets after netting off derivative assets and liabilities.

⁵ Value at risk is defined at 99% confidence level (2.33 standard deviations). Time horizon for outstanding portfolio is 1 day. Inter-product price fluctuations are considered.

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vii.) Others

(1) Changes in Significant Subsidiaries during the Period

In May 2011, Nomura increased its stake in Nomura Land and Building Co., Ltd. (NLB) by acquiring additional NLB shares and thereby made it a subsidiary. As a result, Nomura Real Estate Holdings, Inc., a subsidiary of NLB, became a Specified Subsidiary of Nomura. Due to this business combination with NLB, income before income taxes for the three months ended June 30, 2011 increased by 24.3 billion yen.

(2) Changes in Accounting Policies

Not applicable.

Further, during the three months ended June 30, 2011, an insurance company became a subsidiary of Nomura (insurance subsidiary). Nomura measures the non-trading securities that are held by the insurance subsidiary at fair value, with changes in fair value recognized through other comprehensive income (loss) after tax effects are adjusted.

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Three months ended June 30, 2011 - Business Highlights

Net revenue was 330.4 billion yen, an increase of 27.1% from the same period of the prior fiscal year. Non-interest expenses were 296.0 billion yen, an increase of 16.8% compared to the same period of the prior fiscal year. Income before income taxes was 34.4 billion yen, an increase of 431.0% compared to the same period of the prior fiscal year.

Net revenue in Retail was 94.2 billion yen, a decrease of 15.1% from the same period of the prior fiscal year. The primary factor for the decrease in net revenue was decreasing commissions for distribution of investment trusts and brokerage commissions.

Net revenue in Asset Management was 18.8 billion yen, an increase of 19.5% compared to the same period of the prior fiscal year. Assets under management as of June 30, 2011 were 25.3 trillion yen, an increase of 0.6 trillion yen from 24.7 trillion yen as of March 31, 2011.

Net revenue in Wholesale was 141.2 billion yen, an increase of 30.0% compared to the same period of the prior fiscal year. The primary factor for the increase in net revenue was an increase in net gain on trading.

Nomura maintained Tier 1 capital ratio⁶ of 16.2% as of June 30, 2011.

⁶ This ratio represents a preliminary estimates as of the date of this supplement release and may be revised in Nomura's Quarterly Securities Report on Form 6-K for the period ended June 30, 2011.

Beginning from the end of March 2009, Nomura elected to calculate the consolidated capital adequacy ratios according to the Criteria for bank holding companies to judge whether their capital adequacy status is appropriate in light of their own and their subsidiaries' asset holdings, etc. under Article 52-25 of the Banking Act, instead of calculating this ratio in accordance with the guideline applicable to financial conglomerates. Tier 1 capital ratio is a non-GAAP financial measure that Nomura considers to be a useful measure that Nomura and investors use to assess financial position.

Table of Contents**Business Segment Information****Retail**

Net revenue in Retail for the three months ended June 30, 2011 was 94.2 billion yen, a 15.1% decrease from the same period of the prior fiscal year. The primary factor for the decrease in net revenue was decreasing commissions for distribution of investment trusts and brokerage commissions. Non-interest expenses decreased by 1.4% to 72.2 billion yen. As a result, income before income taxes decreased by 41.7% to 22.0 billion yen.

Retail client assets as of June 30, 2011 were 70.4 trillion yen, comprised of 35.4 trillion yen in equities, 5.9 trillion yen in foreign currency bonds, 12.8 trillion yen in domestic bonds, 8.5 trillion yen in stock investment trusts, 4.2 trillion yen in bond investment trusts, 1.5 trillion yen in overseas mutual funds, and 2.2 trillion yen in other⁷ assets.

Operating Results of Retail

| | Billions of yen | | % Change (A-B)/(B) |
|-----------------------------------|--|--|-----------------------|
| | For the three months ended June 30, 2011 (A) | For the three months ended June 30, 2010 (B) | |
| Net revenue | 94.2 | 111.0 | (15.1) |
| Non-interest expenses | 72.2 | 73.2 | (1.4) |
| Income (loss) before income taxes | 22.0 | 37.7 | (41.7) |

Asset Management

Net revenue increased by 19.5% from the same period of the prior fiscal year to 18.8 billion yen. Non-interest expenses decreased by 3.2% to 11.4 billion yen. As a result, income before income taxes increased by 86.3% to 7.4 billion yen. Assets under management were 25.3 trillion yen as of June 30, 2011, increased by 0.6 trillion yen from March 31, 2011.

In investment advisory business, mandates from pension funds and Asian and Middle East government institutions and Sovereign Wealth Funds (SWFs) increased. In addition, Nomura Asset Management's share of public investment trust market in Japan as of June 30, 2011 was 21.9%⁹. Market share in Japan for public stock investment trusts was 17%⁹, while market share for public bond investment trusts was 43%⁹.

Operating Results of Asset Management

| | Billions of yen | | % Change (A-B)/(B) |
|-----------------------------------|--|--|-----------------------|
| | For the three months ended June 30, 2011 (A) | For the three months ended June 30, 2010 (B) | |
| Net revenue | 18.8 | 15.8 | 19.5 |
| Non-interest expenses | 11.4 | 11.8 | (3.2) |
| Income (loss) before income taxes | 7.4 | 4.0 | 86.3 |

Note: Nomura Bank (Luxembourg) S.A. in Asset Management was integrated into Other business in April 2011. Certain reclassifications of previously reported amounts for Asset Management and Other have been made to conform to the current presentation.

- ⁷ Includes annuity insurance.
- ⁸ Nomura Asset Management Co., Ltd. only.
- ⁹ Source: The Investment Trusts Association, Japan.

Table of Contents**Wholesale**

Net revenue increased by 30.0% to 141.2 billion yen from the same period of the prior fiscal year. Non-interest expenses increased by 4.2% to 156.1 billion yen. As a result, loss before income taxes was 14.9 billion yen.

Operating Results of Wholesale

| | Billions of yen For the three months ended | | % Change (A-B)/(B) |
|-----------------------------------|---|----------------------|-----------------------|
| | June 30, 2011 (A) | June 30, 2010 (B) | |
| Net revenue | 141.2 | 108.6 | 30.0 |
| Non-interest expenses | 156.1 | 149.8 | 4.2 |
| Income (loss) before income taxes | (14.9) | (41.1) | |

Within Wholesale, Global Markets net revenue increased by 34.9% to 130.1 billion yen from the same period of the prior fiscal year. Non-interest expenses increased by 1.3% to 124.3 billion yen. As a result, income before income tax increased to 5.7 billion yen. In Investment Banking, net revenue decreased by 8.2% to 11.2 billion yen from the same period of the prior fiscal year and non-interest expenses increased by 17.7% to 31.8 billion yen, resulting in loss before income taxes of 20.6 billion yen.

Other Operating Results

Net revenue was 77.4 billion yen. Income before income taxes was 21.0 billion yen.

Other Operating Results

| | Billions of yen For the three months ended | | % Change (A-B)/(B) |
|-----------------------------------|---|----------------------|-----------------------|
| | June 30, 2011 (A) | June 30, 2010 (B) | |
| Net revenue | 77.4 | 35.1 | 120.5 |
| Non-interest expenses | 56.3 | 18.6 | 202.7 |
| Income (loss) before income taxes | 21.0 | 16.5 | 27.7 |

Table of Contents**Segment Information Operating Segment**

| | Millions of yen For the three months ended | | % Change |
|--|---|----------------------|-----------|
| | June 30, 2011 (A) | June 30, 2010 (B) | (A-B)/(B) |
| Net revenue | | | |
| Business segment information: | | | |
| Retail | 94,189 | 110,959 | (15.1) |
| Asset Management | 18,843 | 15,768 | 19.5 |
| Wholesale | 141,246 | 108,609 | 30.0 |
| Sub Total | 254,278 | 235,336 | 8.0 |
| Other | 77,365 | 35,081 | 120.5 |
| Net revenue | 331,643 | 270,417 | 22.6 |
| Reconciliation items: | | | |
| Unrealized gain (loss) on investments in equity securities held for operating purposes | (1,278) | (10,593) | |
| Net revenue | 330,365 | 259,824 | 27.1 |
| Non-interest expenses | | | |
| Business segment information: | | | |
| Retail | 72,176 | 73,216 | (1.4) |
| Asset Management | 11,397 | 11,771 | (3.2) |
| Wholesale | 156,102 | 149,755 | 4.2 |
| Sub Total | 239,675 | 234,742 | 2.1 |
| Other | 56,332 | 18,612 | 202.7 |
| Non-interest expenses | 296,007 | 253,354 | 16.8 |
| Reconciliation items: | | | |
| Unrealized gain (loss) on investments in equity securities held for operating purposes | | | |
| Non-interest expenses | 296,007 | 253,354 | 16.8 |
| Income (loss) before income taxes | | | |
| Business segment information: | | | |
| Retail | 22,013 | 37,743 | (41.7) |
| Asset Management | 7,446 | 3,997 | 86.3 |
| Wholesale | (14,856) | (41,146) | |
| Sub Total | 14,603 | 594 | |
| Other * | 21,033 | 16,469 | 27.7 |
| Income (loss) before income taxes | 35,636 | 17,063 | 108.8 |
| Reconciliation items: | | | |

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| | | | |
|--|---------|----------|-------|
| Unrealized gain (loss) on investments in equity securities held for operating purposes | (1,278) | (10,593) | |
| Income (loss) before income taxes | 34,358 | 6,470 | 431.0 |

* **Major components**

Transactions between operating segments are recorded within segment results on commercial terms and conditions, and are eliminated in Other . The following table presents the major components of income (loss) before income taxes in Other .

| | Millions of yen | | % Change (A-B)/(B) |
|--|--|----------------------|-----------------------|
| | For the three months ended June 30, 2011 (A) | June 30, 2010 (B) | |
| Net gain (loss) related to economic hedging transactions | (1,505) | 5,228 | |
| Realized gain (loss) on investments in equity securities held for operating purposes | 681 | 250 | 172.4 |
| Equity in earnings of affiliates | 3,475 | 363 | 857.3 |
| Corporate items | 12,783 | (2,486) | |
| Others | 5,599 | 13,114 | (57.3) |
| Total | 21,033 | 16,469 | 27.7 |

Note: Certain reclassifications of previously reported amounts have been made to conform to the current period presentation.

Table of Contents**RATIO OF EARNINGS TO FIXED CHARGES AND COMPUTATION THEREOF**

The following table sets forth the ratio of earnings to fixed charges of Nomura for the three months ended June 30, 2011, in accordance with U.S. GAAP.

| | Millions of yen | |
|---|---|----------------|
| | For the three months ended June 30, 2011 | |
| Earnings: | | |
| Pre-tax income before adjustment for income from equity investees | ¥ | 33,358 |
| Add: Fixed charges | | 96,645 |
| Distributed income of equity investees | | 2,255 |
| Earnings as defined | ¥ | 132,258 |
| Fixed charges | ¥ | 96,645 |
| Ratio of earnings to fixed charges ¹⁰ | | 1.4 |

¹⁰ For the purpose of calculating the ratio of earnings to fixed charges, earnings consist of pre-tax income before adjustment for income from equity investees, plus (i) fixed charges and (ii) distributed income of equity investees. Fixed charges consist of interest expense. Fixed charges exclude premium and discount amortization as well as interest expense, which are included in Net gain (loss) on trading. Fixed charges also exclude interest within rent expense, which is insignificant.

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The review process of the quarterly consolidated financial statements for this period has not been completed by the independent auditors at the point of disclosing this Supplement for Financial Highlights. As a result of such review, certain of the information set forth herein could be subject to revision, possibly material, in Nomura's Quarterly Securities Report on Form 6-K for the period ended June 30, 2011.