

NOMURA HOLDINGS INC
Form 6-K/A
May 30, 2014
Table of Contents

FORM 6-K/A

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 May 2014

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. Financial Summary Nine months ended December 31, 2013 (Amended)

The registrant hereby incorporates Exhibit 1 to this report on Form 6-K/A by reference in the prospectus that is part of Registration Statement on Form F-3 (Registration No. 333-191250) of the registrant and Nomura America Finance, LLC, filed with the Securities and Exchange Commission (the SEC) on September 19, 2013.

EXPLANATORY NOTE: The registrant furnished to the SEC a report on Form 6-K on January 30, 2014. The registrant is furnishing this Form 6-K/A in order to replace Exhibit 1 Financial Summary Nine months ended December 31, 2013 furnished on Form 6-K on January 30, 2014 with Exhibit 1 to this report. Certain figures in Exhibit 1 to this report have been amended to correct a mistake in the calculation of the number of shares of Nomura Holdings, Inc. common stock held as treasury stock.

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: May 30, 2014

By: /s/ Hajime Ikeda
Hajime Ikeda
Managing Director

Table of Contents**Financial Summary For the Nine Months Ended December 31, 2013 (U.S. GAAP)**

Date: January 30, 2014
Company name (code number): **Nomura Holdings, Inc. (8604)**
Stock exchange listings: (In Japan) Tokyo, Nagoya
(Overseas) New York, Singapore
Representative: Koji Nagai
Group CEO, Nomura Holdings, Inc.
For inquiries: Masahide Hoshino
Managing Director, Investor Relations Department, Nomura Holdings, Inc.
Tel: (Country Code 81) 3-5255-1000
URL: <http://www.nomura.com>

1. Consolidated Operating Results

(1) Operating Results

(Rounded to nearest million)

	For the nine months ended December 31			
	2012	2013		
	(Millions of yen, except per share data)			
	% Change from	% Change from		
	December 31, 2011	December 31, 2012		
Total revenue	1,359,800	5.7%	1,381,070	1.6%
Net revenue	1,160,019	11.9%	1,167,132	0.6%
Income before income taxes	68,048	181.2%	273,046	301.3%
Net income attributable to Nomura Holdings, Inc. (NHI) shareholders	24,812	%	152,335	514.0%
Comprehensive income	41,121	%	244,770	495.2%
Basic-Net income attributable to NHI shareholders per share (Yen)	6.73		41.09	
Diluted-Net income attributable to NHI shareholders per share (Yen)	6.60		39.83	
Return on shareholders' equity annualized	1.5%		8.5%	

Note: Return on shareholders' equity is a ratio of Net income attributable to NHI shareholders to Total NHI shareholders' equity.

(2) Financial Position

At
March 31 At December 31

	2013	2013
	(Millions of yen, except per share data)	
Total assets	37,942,439	43,634,418
Total equity	2,318,983	2,528,466
Total NHI shareholders equity	2,294,371	2,492,494
Total NHI shareholders equity as a percentage of total assets	6.0%	5.7%
Total NHI shareholders equity per share (Yen)	618.27	670.88

2. Cash dividends

	For the year ended March 31		
	2013	2014	2014(Plan)
	(Yen amounts)		
Dividends per share			
Dividends record dates			
At June 30			
At September 30	2.00	8.00	
At December 31			
At March 31	6.00		Unconfirmed
For the year	8.00		Unconfirmed

Note: Fiscal year 2014 Q4 dividend amount is not presented per reasons stated in 3. Earnings forecasts for the year ending March 31, 2014 .

Table of Contents**3. Earnings forecasts for the year ending March 31, 2014**

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.

Notes

(1) Changes in significant subsidiaries during the period: Yes
(Changes in Specified Subsidiaries accompanying changes in scope of consolidation.)

Number of consolidation Exclusion 1 (Nomura Principal Investment plc)

(2) Adoption of the simplified and particular accounting treatments: None

(3) Changes in accounting policies

a) Changes in accounting policies due to amendments to the accounting standards : None

b) Changes in accounting policies due to other than a) : None

(4) Number of shares issued (common stock)

	At At March 31 2013	At December 31 2013
Number of shares outstanding (including treasury stock)	3,822,562,601	3,822,562,601
Number of treasury stock	111,602,349	107,316,275
	For the nine months ended December 31	
	2012	2013
Average number of shares outstanding (year-to-date)	3,687,924,842	3,707,756,280

*** Quarterly review**

The review process of the quarterly consolidated financial statements for this period has not been completed by the external auditors at the point of disclosing this financial summary. As a result of such review, certain of the information set forth herein could be subject to revision, possibly material, in the quarterly securities report for the period ended December 31, 2013, an English translation of which the registrant plans to furnish on Form 6-K in due course.

Table of Contents

Table of Contents for the Accompanying Materials

<u>1. Qualitative Information of the Quarterly Consolidated Results</u>	P.2
<u>(1) Consolidated Operating Results</u>	P.2
<u>(2) Consolidated Financial Position</u>	P.5
<u>(3) Consolidated Earnings Forecasts</u>	P.5
<u>2. Quarterly Consolidated Financial Statements</u>	P.5
<u>(1) Consolidated Balance Sheets</u>	P.6
<u>(2) Consolidated Statements of Income</u>	P.8
<u>(3) Consolidated Statements of Comprehensive Income</u>	P.9
<u>(4) Note with respect to the Assumption as a Going Concern</u>	P.9
<u>(5) Segment Information – Operating Segment</u>	P.10
<u>(6) Significant Changes in Equity</u>	P.11
<u>3. Supplementary Information</u>	P.12
<u>(1) Consolidated Statements of Income – Quarterly Comparatives</u>	P.12
<u>(2) Business Segment Information – Quarterly Comparatives</u>	P.13
<u>(3) Unconsolidated Quarterly Financial Statements [Japanese GAAP]</u>	P.14
<u>(4) Other</u>	P.14

Table of Contents**1. Qualitative Information of the Quarterly Consolidated Results
(1) Consolidated Operating Results****U.S. GAAP**

	Billions of yen		% Change (B-A)/(A)
	For the nine months ended		
	December 31, 2012 (A)	December 31, 2013 (B)	
Net revenue	1,160.0	1,167.1	0.6
Non-interest expenses	1,092.0	894.1	(18.1)
Income (loss) before income taxes	68.0	273.0	301.3
Income tax expense	56.5	119.3	111.0
Net income (loss)	11.5	153.8	
Less: Net income (loss) attributable to noncontrolling interests	(13.3)	1.4	
Net income (loss) attributable to NHI shareholders	24.8	152.3	514.0
Return on shareholders' equity annualized	1.5%	8.5%	

Note: Return on shareholders' equity is a ratio of Net income (loss) attributable to NHI shareholders to Total NHI shareholders' equity.

Nomura Holdings, Inc. and its consolidated entities (collectively, Nomura) reported Net revenue of 1,167.1 billion yen for the nine months ended December 31, 2013, an increase of 0.6% from the same period in the prior year. Non-interest expenses decreased by 18.1% from the same period in the prior year to 894.1 billion yen. Income before income taxes was 273.0 billion yen and Net income attributable to NHI shareholders was 152.3 billion yen for the nine months ended December 31, 2013.

Segment Information

	Billions of yen		% Change (B-A)/(A)
	For the nine months ended		
	December 31, 2012 (A)	December 31, 2013 (B)	
Net revenue	1,145.1	1,148.7	0.3
Non-interest expenses	1,092.0	894.1	(18.1)
Income (loss) before income taxes	53.1	254.6	379.4

In the above segment information totals, which exclude unrealized gain (loss) on investments in equity securities held for operating purposes, Net revenue for the nine months ended December 31, 2013 was 1,148.7 billion yen, an increase of 0.3% from the same period in the prior year. Non-interest expenses decreased by 18.1% from the same period in the prior year to 894.1 billion yen. Income before income taxes was 254.6 billion yen for the nine months ended December 31, 2013. Please refer to page 10 for further details of the differences between U.S. GAAP and business segment amounts.

Table of Contents**<Business Segment Results>****Operating Results of Retail**

	Billions of yen For the nine months ended		% Change
	December 31, 2012 (A)	December 31, 2013 (B)	(B-A)/(A)
Net revenue	259.2	414.0	59.8
Non-interest expenses	215.8	245.3	13.7
Income (loss) before income taxes	43.4	168.7	288.7

Net revenue increased by 59.8% from the same period in the prior year to 414.0 billion yen primarily due to increased sales performances of equities and investment trusts as a result of active equity markets. Non-interest expenses increased by 13.7% to 245.3 billion yen. As a result, income before income taxes increased by 288.7% to 168.7 billion yen.

Operating Results of Asset Management

	Billions of yen For the nine months ended		% Change
	December 31, 2012 (A)	December 31, 2013 (B)	(B-A)/(A)
Net revenue	50.6	60.0	18.5
Non-interest expenses	33.4	38.2	14.5
Income (loss) before income taxes	17.2	21.8	26.3

Net revenue increased by 18.5% from the same period in the prior year to 60.0 billion yen primarily due to increase of assets under management. Non-interest expenses increased by 14.5% to 38.2 billion yen. As a result, income before income taxes increased by 26.3% to 21.8 billion yen. Assets under management was 32.9 trillion yen at the end of December 2013.

Table of Contents**Operating Results of Wholesale**

	Billions of yen For the nine months ended December 31,		% Change (B-A)/(A)
	2012 (A)	December 31, 2013 (B)	
Net revenue	447.9	566.6	26.5
Non-interest expenses	411.9	488.3	18.5
Income (loss) before income taxes	36.0	78.3	117.6

Net revenue was 566.6 billion yen, an increase of 26.5% compared to the same period in the prior year. This increase was primarily due to the improved performance of equity business, an increase in the number of capital markets transactions and mark to market gain from the listing of Ashikaga Holdings Co., Ltd. Non-interest expenses increased by 18.5% to 488.3 billion yen. As a result, income before income taxes increased by 117.6% to 78.3 billion yen.

Other Operating Results

	Billions of yen For the nine months ended December 31,		% Change (B-A)/(A)
	2012 (A)	December 31, 2013 (B)	
Net revenue	387.3	108.0	(72.1)
Non-interest expenses	430.9	122.2	(71.6)
Income (loss) before income taxes	(43.5)	(14.2)	

Net revenue was 108.0 billion yen. Loss before income taxes was 14.2 billion yen.

Table of Contents

(2) Consolidated Financial Position

Total assets as of December 31, 2013, were 43.6 trillion yen, an increase of 5.7 trillion yen compared to March 31, 2013, mainly due to the increase in Trading assets. Total liabilities as of December 31, 2013 were 41.1 trillion yen, an increase of 5.5 trillion yen compared to March 31, 2013, mainly due to the increase in Securities sold under agreements to repurchase. Total equity as of December 31, 2013 was 2.5 trillion yen, an increase of 209.5 billion yen compared to March 31, 2013.

(3) Consolidated Earnings Forecasts

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 and dividend forecasts.

2. Quarterly Consolidated Financial Statements

The quarterly consolidated financial information herein has been prepared in accordance with Nomura's accounting policies which are disclosed in the notes to the consolidated financial statements of Nomura Holdings, Inc.'s Annual Securities Report (the annual report filed in Japan on June 27, 2013) and Form 20-F (the annual report filed with the U.S. Securities and Exchange Commission on June 27, 2013) for the year ended March 31, 2013.

On December 19, 2013, Ashikaga Holdings Co., Ltd. (Ashikaga Holdings) was listed in the First Section of the Tokyo Stock Exchange. Nomura's investment in Ashikaga Holdings has historically been primarily reported within *Trading assets and private equity investments* Private equity investments. However, following the listing, the investment is now reported within *Other assets* Other in the consolidated balance sheets. Nomura carries this investment at fair value through election of the fair value option. The majority of gains and losses associated with this investment has historically been reported within *Revenue* Gain (loss) on private equity investments. However, following the listing, such amounts are now reported within *Revenue* Other in the consolidated statements of income. As a result of the Ashikaga Holdings listing in the First Section of the Tokyo Stock Exchange, these changes are attributable to the shift from our Investment Banking business to a corporate-wide perspective in enhancing the corporate value of the share ownership.

The review process of the quarterly consolidated financial statements for this period has not been completed by the external auditors.

Table of Contents**(1) Consolidated Balance Sheets (UNAUDITED)**

	March 31, 2013	Millions of yen December 31, 2013	Increase/(Decrease)
ASSETS			
Cash and cash deposits:			
Cash and cash equivalents	805,087	1,257,512	452,425
Time deposits	577,921	460,243	(117,678)
Deposits with stock exchanges and other segregated cash	269,744	340,420	70,676
Total cash and cash deposits	1,652,752	2,058,175	405,423
Loans and receivables:			
Loans receivable	1,575,494	1,473,175	(102,319)
Receivables from customers	63,792	46,646	(17,146)
Receivables from other than customers	992,847	1,139,791	146,944
Allowance for doubtful accounts	(2,258)	(3,287)	(1,029)
Total loans and receivables	2,629,875	2,656,325	26,450
Collateralized agreements:			
Securities purchased under agreements to resell	8,295,372	9,722,027	1,426,655
Securities borrowed	5,819,885	6,759,252	939,367
Total collateralized agreements	14,115,257	16,481,279	2,366,022
Trading assets and private equity investments:			
Trading assets*	17,037,191	19,587,300	2,550,109
Private equity investments	87,158	43,094	(44,064)
Total trading assets and private equity investments	17,124,349	19,630,394	2,506,045
Other assets:			
Office buildings, land, equipment and facilities (net of accumulated depreciation and amortization of ¥355,831 million as of March 31, 2013 and ¥399,987 million as of December 31, 2013)	428,241	428,851	610
Non-trading debt securities*	920,611	1,001,655	81,044
Investments in equity securities*	123,490	141,826	18,336
Investments in and advances to affiliated companies*	345,705	370,765	25,060
Other	602,159	865,148	262,989
Total other assets	2,420,206	2,808,245	388,039
Total assets	37,942,439	43,634,418	5,691,979

*Including securities pledged as collateral

Table of Contents

	Millions of yen		
	March 31, 2013	December 31, 2013	Increase/ (Decrease)
LIABILITIES AND EQUITY			
Short-term borrowings	738,445	559,795	(178,650)
Payables and deposits:			
Payables to customers	476,705	542,741	66,036
Payables to other than customers	864,962	1,356,889	491,927
Deposits received at banks	1,072,134	1,103,782	31,648
Total payables and deposits	2,413,801	3,003,412	589,611
Collateralized financing:			
Securities sold under agreements to repurchase	12,444,317	14,495,419	2,051,102
Securities loaned	2,158,559	2,636,357	477,798
Other secured borrowings	806,507	802,690	(3,817)
Total collateralized financing	15,409,383	17,934,466	2,525,083
Trading liabilities	8,491,296	10,350,094	1,858,798
Other liabilities	978,163	1,261,330	283,167
Long-term borrowings	7,592,368	7,996,855	404,487
Total liabilities	35,623,456	41,105,952	5,482,496
Equity			
NHI shareholders' equity:			
Common stock			
Authorized 6,000,000,000 shares			
Issued 3,822,562,601 shares as of March 31, 2013 and 3,822,562,601 shares as of December 31, 2013			
Outstanding 3,710,960,252 shares as of March 31, 2013 and 3,715,246,326 shares as of December 31, 2013	594,493	594,493	
Additional paid-in capital	691,264	681,195	(10,069)
Retained earnings	1,136,523	1,259,206	122,683
Accumulated other comprehensive income (loss)	(57,395)	31,361	88,756
Total NHI shareholders' equity before treasury stock	2,364,885	2,566,255	201,370
Common stock held in treasury, at cost			
111,602,349 shares as of March 31, 2013 and			
107,316,275 shares as of December 31, 2013	(70,514)	(73,761)	(3,247)
Total NHI shareholders' equity	2,294,371	2,492,494	198,123
Noncontrolling interests	24,612	35,972	11,360

Total equity	2,318,983	2,528,466	209,483
Total liabilities and equity	37,942,439	43,634,418	5,691,979

Table of Contents**(2) Consolidated Statements of Income (UNAUDITED)**

	Millions of yen For the nine months ended		% Change
	December 31, 2012(A)	December 31, 2013(B)	(B-A)/(A)
Revenue:			
Commissions	233,327	384,681	64.9
Fees from investment banking	40,541	64,147	58.2
Asset management and portfolio service fees	102,241	125,157	22.4
Net gain on trading	261,516	347,133	32.7
Gain on private equity investments	6,543	11,738	79.4
Interest and dividends	296,048	316,018	6.7
Gain on investments in equity securities	14,767	20,394	38.1
Other	404,817	111,802	(72.4)
Total revenue	1,359,800	1,381,070	1.6
Interest expense	199,781	213,938	7.1
Net revenue	1,160,019	1,167,132	0.6
Non-interest expenses:			
Compensation and benefits	392,967	437,418	11.3
Commissions and floor brokerage	66,800	83,154	24.5
Information processing and communications	130,341	142,228	9.1
Occupancy and related depreciation	68,429	59,613	(12.9)
Business development expenses	34,553	28,361	(17.9)
Other	398,881	143,312	(64.1)
Total non-interest expenses	1,091,971	894,086	(18.1)
Income before income taxes	68,048	273,046	301.3
Income tax expense	56,520	119,274	111.0
Net income	11,528	153,772	
Less: Net income (loss) attributable to noncontrolling interests	(13,284)	1,437	
Net income attributable to NHI shareholders	24,812	152,335	514.0

Per share of common stock:

	Yen		% Change
Basic-			
Net income attributable to NHI shareholders per share	6.73	41.09	510.5
Diluted-			
Net income attributable to NHI shareholders per share	6.60	39.83	503.5

Table of Contents**(3) Consolidated Statements of Comprehensive Income (UNAUDITED)**

	Millions of yen		% Change (B-A)/(A)
	For the nine months ended December 31, 2012(A)	December 31, 2013(B)	
Net income	11,528	153,772	
Other comprehensive income:			
Change in cumulative translation adjustments, net of tax	21,374	84,608	295.8
Defined benefit pension plans:			
Pension liability adjustment	5,612	2,883	(48.6)
Deferred income taxes	(1,547)	(974)	
Total	4,065	1,909	(53.0)
Non-trading securities:			
Net unrealized gain on non-trading securities	5,393	6,844	26.9
Deferred income taxes	(1,239)	(2,363)	
Total	4,154	4,481	7.9
Total other comprehensive income	29,593	90,998	207.5
Comprehensive income	41,121	244,770	495.2
Less: Comprehensive income (loss) attributable to noncontrolling interests	(10,909)	3,679	
Comprehensive income attributable to NHI shareholders	52,030	241,091	363.4

(4) Note with respect to the Assumption as a Going Concern (UNAUDITED)

Not applicable.

Table of Contents**(5) Segment Information Operating Segment (UNAUDITED)**

The following table shows business segment information and reconciliation items to the consolidated statements of income. The majority of gains and losses arising from election of the fair value option for the investment in Ashikaga Holdings has historically been reported within the Wholesale business segment. However as a result of the listing of Ashikaga Holdings in the First Section of Tokyo Stock Exchange on December 19, 2013, such gains and losses are now reported within the Other segment in *Other*.

	Millions of yen		% Change (B-A)/(A)
	For the nine months ended December 31, 2012 (A)	December 31, 2013 (B)	
Net revenue			
Business segment information:			
Retail	259,176	414,047	59.8
Asset Management	50,643	60,015	18.5
Wholesale	447,945	566,623	26.5
Subtotal	757,764	1,040,685	37.3
Other	387,323	108,047	(72.1)
Net revenue	1,145,087	1,148,732	0.3
Reconciliation items:			
Unrealized gain (loss) on investments in equity securities held for operating purposes	14,932	18,400	23.2
Net revenue	1,160,019	1,167,132	0.6
Non-interest expenses			
Business segment information:			
Retail	215,766	245,313	13.7
Asset Management	33,395	38,226	14.5
Wholesale	411,946	488,301	18.5
Subtotal	661,107	771,840	16.7
Other	430,864	122,246	(71.6)
Non-interest expenses	1,091,971	894,086	(18.1)
Reconciliation items:			
Unrealized gain (loss) on investments in equity securities held for operating purposes			
Non-interest expenses	1,091,971	894,086	(18.1)

Income (loss) before income taxes			
Business segment information:			
Retail	43,410	168,734	288.7
Asset Management	17,248	21,789	26.3
Wholesale	35,999	78,322	117.6
Subtotal	96,657	268,845	178.1
Other *	(43,541)	(14,199)	
Income (loss) before income taxes	53,116	254,646	379.4
Reconciliation items:			
Unrealized gain (loss) on investments in equity securities held for operating purposes	14,932	18,400	23.2
Income (loss) before income taxes	68,048	273,046	301.3

***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 (B-A)/(A)
	December 31, 2012 (A)	December 31, 2013 (B)	
Net gain (loss) related to economic hedging transactions	148	10,856	
Realized gain (loss) on investments in equity securities held for operating purposes	(165)	1,994	
Equity in earnings of affiliates	9,168		