

NOMURA HOLDINGS INC
Form 6-K
February 09, 2016
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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 February 2016

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):

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Information furnished on this form:

EXHIBIT

Exhibit Number

1. Supplement for Financial Highlights - Nine months ended December 31, 2015

The registrant hereby incorporates Exhibit 1 to this report on Form 6-K by reference in the prospectus that is part of the 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 on September 19, 2013.

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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: February 9, 2016

By: /s/ Hajime Ikeda
Hajime Ikeda
Senior Managing Director

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Supplement for Financial Summary Nine months ended December 31, 2015

The following supplement for financial summary reports certain supplemental financial information of Nomura for the nine months ended December 31, 2015.

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

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 U.S. generally accepted accounting principles.

Operating Results

For the nine months ended December 31, 2015, Nomura reported net revenue of 1,115.5 billion yen, a decrease of 4.6% from the same period in the prior year, and income before income taxes of 177.5 billion yen, a decrease of 26.6% from the same period in the prior year. Net income attributable to NHI shareholders was 150.7 billion yen, an increase of 5.6% from the same period in the prior year. Basic-Net income attributable to NHI shareholders per share was 41.88 yen and Diluted-Net income attributable to NHI shareholders per share was 40.85 yen. Annualized return on shareholders equity was 7.3%.

Expenses

Non-interest expenses for the nine months ended December 31, 2015 increased by 1.1% from the same period in the prior year to 938.0 billion yen.

Financial Position

As of December 31, 2015, Nomura's total capital ratio¹ was 17.1% and its Tier 1 capital ratio² and Tier 1 common ratio² were both 15.1%. Nomura had total assets of 43,494.8 billion yen, an increase of 1,711.5 billion yen compared to March 31, 2015, mainly due to the increase in Trading assets. Total liabilities as of December 31, 2015 were 40,657.5 billion yen, an increase of 1,619.2 billion yen compared to March 31, 2015, mainly due to the increase in Securities sold under agreements to repurchase. Total equity as of December 31, 2015 was 2,837.3 billion yen, an increase of 92.3 billion yen compared to March 31, 2015. Leverage ratio as of December 31, 2015 was 15.5 and net leverage ratio³ was 9.7.

¹ Annualized return on shareholders equity is a ratio of net income (loss) attributable to NHI shareholders to total NHI shareholders equity multiplied by four thirds.

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 December 31, 2015.

NHI has been assigned as a *saishu shitei oyagaisha* (a Final Designated Parent Company) which must calculate the consolidated capital adequacy ratio according to the Notice of the Establishment of Standards for Determining Whether the Adequacy of Equity Capital of a Final Designated Parent Company and its Subsidiary Corporations, etc.

is Appropriate Compared to the Assets Held by the Final Designated Parent Company and its Subsidiary Corporations, etc. (2010 FSA Regulatory Notice No.130; Capital Adequacy Notice on Final Designated Parent Company hereinafter) since April 2011. Nomura calculates Basel III-based consolidated regulatory capital adequacy ratios in accordance with the Capital Adequacy Notice on Final Designated Parent Company.

- ³ Net 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. Net leverage ratio equals total assets less securities purchased under agreements to resell and securities borrowed divided by total NHI shareholders' equity.

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As of December 31, 2015, total NHI shareholder's equity was 2,804.7 billion yen, which represented an increase of 96.9 billion yen compared to March 31, 2015.

Level 3 assets (net)⁴ were approximately 0.4 trillion yen as of December 31, 2015.

Cash Dividends

| | For the year ended March 31 | | |
|------------------------|-----------------------------|-------|-------------|
| | 2015 | 2016 | 2016 (Plan) |
| Dividends per share | | | |
| Dividends record dates | | | |
| At June 30 | | | |
| At September 30 | 6.00 | 10.00 | |
| At December 31 | | | |
| At March 31 | 13.00 | | Unconfirmed |
| For the year | 19.00 | | Unconfirmed |

Value at Risk

Value at risk⁵ as of December 31, 2015 was 5.7 billion yen, which represents a 23.6% increase compared to March 31, 2015.

Number of Employees

As of December 31, 2015, Nomura had 29,069 employees globally (Japan: 16,282, Europe: 3,433, Americas: 2,501, Asia-Pacific (including the Powai office in India): 6,853).

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 December 31, 2015.

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. The time horizon for Nomura's outstanding portfolio is 1 day. Inter-product price fluctuations are considered.

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

Net revenue for the nine months ended December 31, 2015 was 350.6 billion yen, a decrease of 0.8% from the same period in the prior year, primarily due to decreasing commissions from distribution of investment trusts. Non-interest expenses increased by 1.1% to 235.2 billion yen. As a result, income before income taxes decreased by 4.5% to 115.5 billion yen.

Retail client assets as of December 31, 2015 were 108.8 trillion yen, comprised of 67.4 trillion yen in equities, 5.6 trillion yen in foreign currency bonds, 11.4 trillion yen in domestic bonds including CBs and warrants, 9.2 trillion yen in stock investment trusts, 7.5 trillion yen in bond investment trusts, 1.5 trillion yen in overseas mutual funds, and 6.1 trillion yen in other⁶.

Operating Results of Retail

| | Billions of yen | | % Change (B-A)/(A) |
|-----------------------------------|---------------------------|--------------------------|-----------------------|
| | For the nine months ended | | |
| | December 31, 2014 (A) | December 31, 2015 (B) | |
| Net revenue | 353.6 | 350.6 | (0.8) |
| Non-interest expenses | 232.7 | 235.2 | 1.1 |
| Income (loss) before income taxes | 120.9 | 115.5 | (4.5) |

ii. Asset Management

Net revenue increased by 9.7% from the same period in the prior year to 75.1 billion yen. Non-interest expenses increased by 2.7% to 44.2 billion yen. As a result, income before income taxes increased by 21.5% to 30.9 billion yen. Assets under management were 42.2 trillion yen as of December 31, 2015, an increase of 2.9 trillion yen from March 31, 2015.

In addition, Nomura's share of the public investment trust market in Japan as of December 31, 2015 was 24.9%⁸. Also as of December 31, 2015, Nomura's share in Japan of public stock investment trusts was 21%⁸, while Nomura's share of public bond investment trusts was 43%⁸.

Operating Results of Asset Management

| | Billions of yen | | % Change (B-A)/(A) |
|--|---------------------------|--------------------------|-----------------------|
| | For the nine months ended | | |
| | December 31, 2014 (A) | December 31, 2015 (B) | |

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| | | | |
|-----------------------------------|------|------|------|
| Net revenue | 68.5 | 75.1 | 9.7 |
| Non-interest expenses | 43.0 | 44.2 | 2.7 |
| Income (loss) before income taxes | 25.4 | 30.9 | 21.5 |

⁶ Includes annuity insurance.

⁷ Nomura Asset Management Co., Ltd. only.

⁸ Source: The Investment Trusts Association, Japan.

Table of Contents**iii. Wholesale**

Net revenue increased by 4.6% from the same period in the prior year to 584.1 billion yen (247.6 billion yen from Fixed Income, 244.5 billion yen from Equities, and 92.0 billion yen from Investment Banking). Non-interest expenses increased by 3.0% to 545.8 billion yen. As a result, income before income taxes was 38.2 billion yen, an increase of 34.6% from the same period in the prior year.

Operating Results of Wholesale

| | Billions of yen | | % Change |
|-----------------------------------|---------------------------|--------------------------|-----------|
| | For the nine months ended | | |
| | December 31, 2014 (A) | December 31, 2015 (B) | (B-A)/(A) |
| Net revenue | 558.4 | 584.1 | 4.6 |
| Non-interest expenses | 530.0 | 545.8 | 3.0 |
| Income (loss) before income taxes | 28.4 | 38.2 | 34.6 |

iv. Other Operating Results

Net revenue was 102.9 billion yen. Loss before income taxes was 9.9 billion yen.

Other Operating Results

| | Billions of yen | | % Change |
|-----------------------------------|---------------------------|--------------------------|-----------|
| | For the nine months ended | | |
| | December 31, 2014 (A) | December 31, 2015 (B) | (B-A)/(A) |
| Net revenue | 172.1 | 102.9 | (40.2) |
| Non-interest expenses | 122.2 | 112.8 | (7.6) |
| Income (loss) before income taxes | 49.9 | (9.9) | |

Table of Contents**Business Segment Information**

The following table shows quarterly business segment information and reconciliation items to the consolidated statements of income.

| | Millions of yen | | % Change |
|--|----------------------------------|---------------------|------------------|
| | For the nine months ended | | |
| | December 31, | December 31, | |
| | 2014 (A) | 2015 (B) | (B-A)/(A) |
| Net revenue | | | |
| Business segment information: | | | |
| Retail | 353,591 | 350,627 | (0.8) |
| Asset Management | 68,468 | 75,098 | 9.7 |
| Wholesale | 558,399 | 584,072 | 4.6 |
| Subtotal | 980,458 | 1,009,797 | 3.0 |
| Other | 172,081 | 102,913 | (40.2) |
| Net revenue | 1,152,539 | 1,112,710 | (3.5) |
| Reconciliation items: | | | |
| Unrealized gain (loss) on investments in equity securities held for operating purposes | 17,128 | 2,825 | (83.5) |
| Net revenue | 1,169,667 | 1,115,535 | (4.6) |
| Non-interest expenses | | | |
| Business segment information: | | | |
| Retail | 232,651 | 235,153 | 1.1 |
| Asset Management | 43,037 | 44,210 | 2.7 |
| Wholesale | 530,000 | 545,833 | 3.0 |
| Subtotal | 805,688 | 825,196 | 2.4 |
| Other | 122,176 | 112,843 | (7.6) |
| Non-interest expenses | 927,864 | 938,039 | 1.1 |
| Reconciliation items: | | | |
| Unrealized gain (loss) on investments in equity securities held for operating purposes | | | |
| Non-interest expenses | 927,864 | 938,039 | 1.1 |
| Income (loss) before income taxes | | | |

Business segment information:

| | | | |
|--|---------|---------|--------|
| Retail | 120,940 | 115,474 | (4.5) |
| Asset Management | 25,431 | 30,888 | 21.5 |
| Wholesale | 28,399 | 38,239 | 34.6 |
| Subtotal | 174,770 | 184,601 | 5.6 |
| Other * | 49,905 | (9,930) | |
| Income (loss) before income taxes | 224,675 | 174,671 | (22.3) |
| Reconciliation items: | | | |
| Unrealized gain (loss) on investments in equity securities held for operating purposes | 17,128 | 2,825 | (83.5) |
| Income (loss) before income taxes | 241,803 | 177,496 | (26.6) |

* **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 For the nine months ended | | % Change |
|--|---|--------------------------|-----------|
| | December 31, 2014 (A) | December 31, 2015 (B) | (B-A)/(A) |
| Net gain (loss) related to economic hedging transactions | 15,463 | (2,128) | |
| Realized gain (loss) on investments in equity securities held for operating purposes | 3,903 | 169 | (95.7) |
| Equity in earnings of affiliates | 29,675 | 27,669 | (6.8) |
| Corporate items | (14,642) | (47,096) | |
| Other | 15,506 | 11,456 | (26.1) |
| Total | 49,905 | (9,930) | |

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 nine months ended December 31, 2015, in accordance with U.S. GAAP.

| | Millions of yen For the nine months ended December 31, 2015 | |
|--|--|----------------|
| Earnings: | | |
| Pre-tax income from continuing operations before adjustment for income or loss from equity investees | ¥ | 148,871 |
| Add: Fixed charges | | 245,346 |
| Distributed income of equity investees | | 11,031 |
| Earnings as defined | ¥ | 405,248 |
| Fixed charges | ¥ | 245,346 |
| Ratio of earnings to fixed charges⁹ | | 1.7 |

⁹ For the purpose of calculating the ratio of earnings to fixed charges, earnings consist of pre-tax income before adjustment for income or loss 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 Summary. 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 December 31, 2015.