

NOMURA HOLDINGS INC  
Form 6-K  
June 27, 2008  
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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**

**Supplement for the month of June 2008.**

## **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)**

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

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): ☐

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 ☒

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 Number

1. (English Translation) Notice of Resolutions of the Ordinary General Meeting of Shareholders

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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: June 27, 2008

By: /s/ Toshio Hirota  
Toshio Hirota  
Executive Managing Director

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[English Translation]

June 26, 2008

To: Shareholders

Kenichi Watanabe  
Director and Chief Executive Officer  
Nomura Holdings, Inc.  
1-9-1 Nihonbashi, Chuo-ku, Tokyo, JAPAN

**Notice of Resolutions of the Ordinary General Meeting of Shareholders**

Dear Shareholder:

I would like to take this opportunity to thank you, our shareholder, for your support for Nomura Holdings, Inc. (the Company).

You are hereby notified that the following matters were reported or resolved at the 104th Ordinary General Meeting of Shareholders held today.

I would like to thank you, our shareholder, for your continued support and encouragement to the activities of Nomura Group.

**Description**

**Matters Reported**

1. 104th fiscal year (covering the period from April 1, 2007 to March 31, 2008) business report, report on the content of consolidated financial statements and report on the results of audits of consolidated financial statements by the independent accounting auditor and the Audit Committee

The matter regarding the contents of the business report, consolidated financial statements and the results of audits of consolidated financial statements were reported.

2. Report on the content of the 104th fiscal year financial statements (covering the period from April 1, 2007 to March 31, 2008)

The matter regarding the content of the financial statements was reported.

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### **Matters Resolved**

#### **Proposal No. 1: Election of Eleven Directors**

This proposal was resolved as originally submitted.

The six directors, namely Junichi Ujiie, Masanori Itatani, Masaharu Shibata, Hideaki Kubori, Haruo Tsuji and Fumihide Nomura, were re-elected., and five directors, namely Kenichi Watanabe, Takumi Shibata, Masahiro Sakane, Tsuguoki Fujinuma and Yoshifumi Kawabata, were newly-elected.

#### **Proposal No. 2: Issue of Stock Acquisition Rights as Stock Options to executives and employees of subsidiaries of the Company**

This proposal was resolved as originally submitted.

Under the resolution, in accordance with the provisions of Articles 236, 238, and 239 of the Companies Act, upon the issuance of two types of stock acquisition rights under stock option to executives and employees of subsidiaries of the Company, the determination of solicitation plan was delegated to the Board of Directors of the Company or to the Executive Officers designated by the resolution by the Board of Directors.

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<For reference>

After the closing of the Ordinary General Meeting of Shareholders, the Board of Directors resolved that the structure of committees under the Board of Directors and management be established as follows:

(1) Directors (eleven directors) \* outside director

Junichi Ujiie (Chairman of the Board of Directors), Kenichi Watanabe, Takumi Shibata, Masaharu Shibata\*, Hideaki Kubori\*, Haruo Tsuji\*, Fumihide Nomura, Tsuguoki Fujinuma\*, Masahiro Sakane\*, Masanori Itatani (Audit Mission Director) and Yoshifumi Kawabata (Audit Mission Director)

(2) Directors consisting Nomination Committee, Audit Committee and Compensation Committee

Nomination Committee: Junichi Ujiie (Chairman), Masaharu Shibata and Hideaki Kubori

Compensation Committee: Junichi Ujiie (Chairman), Masaharu Shibata and Hideaki Kubori

Audit Committee: Haruo Tsuji (Chairman), Fumihide Nomura and Tsuguoki Fujinuma

(3) Executive Officers (thirteen directors) \* representative executive officer

|                                            |                     |                                           |
|--------------------------------------------|---------------------|-------------------------------------------|
| President & Chief Executive Officer        | Kenichi Watanabe    | Chief Executive Officer (CEO)*            |
| Deputy President & Chief Operating Officer | Takumi Shibata      | Chief Operating Officer (COO)*            |
| Executive Managing Director                | Akihiko Nakamura    | Chief Information Officer (CIO)           |
| Executive Managing Director                | Toshio Hirota       | Head of Communications                    |
| Executive Managing Director                | Hideyuki Takahashi  | Head of Internal Audit                    |
| Executive Managing Director                | Yugo Ishida         | Head of Regional Management, Europe       |
| Senior Managing Director                   | Akihito Watanabe    | Head of Group Human Resources Development |
| Senior Managing Director                   | Shigesuke Kashiwagi | Head of Regional Management, Americas     |
| Senior Managing Director                   | Masafumi Nakada     | Chief Financial Officer (CFO)             |
| Senior Managing Director                   | Noriaki Nagai       | Head of Corporate Office                  |
| Senior Managing Director                   | Yoshinori Go        | Head of Regional Management, Asia         |
| Senior Managing Director                   | Yuji Nakata         | Global Markets (based in Europe)          |
| Senior Managing Director                   | Yoshihiro Fukuta    | Head of Regional Management, Asia         |

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(4) Business Division CEOs

|                   |                               |
|-------------------|-------------------------------|
| Hitoshi Tada      | Domestic Retail CEO           |
| Akira Maruyama    | Global Markets CEO            |
| Hiromi Yamaji     | Global Investment Banking CEO |
| Shoichi Nagamatsu | Global Merchant Banking CEO   |
| Atsushi Yoshikawa | Asset Management CEO          |