Edgar Filing: NOMURA HOLDINGS INC - Form 6-K

NOMURA HOLDINGS INC Form 6-K July 27, 2018 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 July 2018

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 <u>X</u> 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):

Edgar Filing: NOMURA HOLDINGS INC - Form 6-K

On June 25, 2018, Nomura Holdings, Inc. filed its Annual Securities Report for the year ended March 31, 2018 with the Director of the Kanto Local Finance Bureau of the Ministry of Finance pursuant to the Financial Instruments and Exchange Act.

Information furnished on this form:

EXHIBITS

Exhibit Number

- 1. English translation of certain items disclosed in the Annual Securities Report pursuant to the Financial Instruments and Exchange Act for the fiscal year ended March 31, 2018.
- 2. English translation of Management s Report on Internal Control over Financial Reporting and Confirmation Letter.

SIGNATURE

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: July 27, 2018 By: /s/ Hajime Ikeda

Hajime Ikeda

Senior Managing Director

EXHIBIT 1

Annual Securities Report Pursuant to the Financial Instruments and Exchange Act for the Fiscal Year Ended March 31, 2018

Table of Contents

PART I Corporate Information	Page 2
Item 1. Information on the Company and Its Subsidiaries and Affiliates 1. Selected Financial Data 2. History and Development of the Company and Its Subsidiaries and Affiliates	2 2
3. Business Overview 4. Subsidiaries and Affiliates 5. Employees	4
Item 2. Operating and Financial Review 1. Management Challenges and Strategies 2. Risk Factors 3. Operating, Financial and Cash Flow Analyses by Management 4. Significant Contracts 5. Research and Development, Patent and Licenses, etc	5 5 7 18 70
Item 3. Property, Plants and Equipment 1. Results of Capital Expenditure 2. Our Properties 3. Prospects of New Capital Expenditure, Abandonment and Other	
Item 4. Company Information 1. Share Capital Information 2. Stock Repurchase 3. Dividend Policy 4. Stock Price History 5. Directors and Senior Management	71 71 76 77 79
6. Status of Corporate Governance and Other	79
<u>Item 5. Financial Information</u>	95
1. Consolidated Financial Statements and Other	96
2. Unconsolidated Financial Statements	224
Item 6. Information on Share Handling, etc.	
Item 7. Reference Information	
PART II Information on Guarantor of the Company	
Report of Independent Auditors Management s Report on Internal Control Over Financial Reporting	240 1

Confirmation Letter 2

An English translation of the underlined items above is included in this document.

1

PART I Corporate Information

Item 1. Information on Company and Its Subsidiaries and Affiliates

1. Selected Financial Data.

(1) Selected consolidated financial data for the latest five fiscal years.

Year ended March 31	2014	2015	2016	2017	2018
Total revenue (millions of yen)	1,831,844	1,930,588	1,723,096	1,715,516	1,972,158
Net revenue (millions of yen)	1,557,070	1,604,176	1,395,681	1,403,197	1,496,969
Income (loss) before income taxes					
(millions of yen)	361,614	346,759	165,158	322,795	328,158
Net income (loss) attributable to Nomura					
Holdings, Inc. (NHI) shareholders					
(millions of yen)	213,591	224,785	131,550	239,617	219,343
Comprehensive income (loss) attributable					
to NHI shareholders (millions of yen)	291,622	347,888	32,791	208,995	126,335
Total equity (millions of yen)	2,553,213	2,744,946	2,743,015	2,843,791	2,799,824
Total assets (millions of yen)	43,520,314	41,783,236	41,090,167	42,852,078	40,591,329
Shareholders equity per share (yen)	676.15	752.40	748.32	790.70	810.31
Net income (loss) attributable to NHI					
common shareholders per share basic (yen)	57.57	61.66	36.53	67.29	63.13
Net income (loss) attributable to NHI					
common shareholders per share diluted					
(yen)	55.81	60.03	35.52	65.65	61.88
Total NHI shareholders equity as a					
percentage of total assets (%)	5.8	6.5	6.6	6.5	6.8
Return on shareholders equity (%)	8.88	8.61	4.87	8.73	7.92
Price/earnings ratio (times)	11.50	11.45	13.77	10.28	9.75
Cash flows from operating activities					
(millions of yen)	457,426	(77,028)	1,238,372	1,305,025	(445,696)
Cash flows from investing activities					
(millions of yen)	(103,195)	12,337	(23,711)	(118,051)	(56,172)
Cash flows from financing activities					
(millions of yen)	289,385	(178,206)	986,387	(2,130,644)	373,168
Cash and cash equivalents at end of the					
year (millions of yen)	1,489,792	1,315,408	3,476,261	2,536,840	2,354,639
Number of staffs	27,670	28,672	28,865	28,186	28,048
[Average number of temporary staffs,					
excluded from above]	[4,266]	[4,419]	[4,677]	[4,749]	[4,671]

The selected financial data of Nomura Holdings, Inc. and its consolidated subsidiaries (Nomura) were stated in accordance with the accounting principles generally accepted in the United States of America (U.S. GAAP).

Edgar Filing: NOMURA HOLDINGS INC - Form 6-K

- 2 Shareholders equity per share, Total NHI shareholders equity as a percentage of total assets, Return on shareholders equity are calculated using Total NHI shareholders equity.
- 3 The consumption tax and local consumption tax on taxable transaction are accounted for based on the tax exclusion method.
- 4 Certain contract employees are included in Number of staffs.

2

(2) Selected stand-alone financial data for the latest five fiscal years

Year ended March 31,	2014	2015	2016	2017	2018
Operating revenue (millions of yen)	399,318	461,912	585,394	437,187	484,396
Ordinary income (millions of yen)	185,224	235,519	353,058	209,221	231,730
Net income (loss) (millions of yen)	107,858	294,816	419,507	205,936	281,006
Common stock (millions of yen)	594,493	594,493	594,493	594,493	594,493
Number of issued shares (thousands of shares)	3,822,563	3,822,563	3,822,563	3,822,563	3,643,562
Shareholders equity (millions of yen)	1,918,276	2,095,108	2,421,160	2,526,761	2,633,851