

NOMURA HOLDINGS INC
Form 6-K
June 29, 2011
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 June 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):

Table of Contents

Information furnished on this form:

EXHIBIT

Exhibit Number

1. (English Translation) Extraordinary Report Pursuant to the Financial Instruments and Exchange Act

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: June 29, 2011

By: /s/ Junko Nakagawa
Junko Nakagawa
Executive Managing Director

Table of Contents

[Translation of Extraordinary Report Filed with the Director General of the Kanto Finance Bureau]

1. Reason for Submission

Given that resolutions were passed in respect of the Proposals to be Resolved at the 107th Annual Meeting of Shareholders held on June 28, 2011, we hereby submit this Extraordinary Report under the provisions of Article 24-5, Paragraph 4 of the Financial Instruments and Exchange Act of Japan and Article 19, Paragraph 1, Item 9-2, of the Cabinet Office Ordinance on Disclosure of Corporate Information.

2. Matters Reported

(1) Date meeting held
June 28, 2011

(2) Proposal acted upon
Proposal 1: Election of 14 directors

Kenichi Watanabe, Takumi Shibata, Masanori Itatani, Masanori Nishimatsu, Haruo Tsuji, Tsuguoki Fujinuma, Masahiro

Sakane, Colin Marshall, Clara Furse, Nobuyuki Koga, David Benson, Takao Kusakari, Toshinori Kanemoto and Michael

Lim Choo San.

Proposal 2: Amendment of the Articles of Incorporation

(3) Number of voting rights expressing an opinion for, against, or abstaining from, the proposal; requirements for the proposal to be approved; results of the resolution

| Proposal | For | Against | Abstain | Approval Ratio (%) | Result of Resolution |
|----------------------|------------|-----------|---------|--------------------|----------------------|
| Proposal 1 | | | | | |
| Kenichi Watanabe | 20,479,856 | 1,401,866 | 53,465 | 92 | Approved |
| Takumi Shibata | 20,486,046 | 1,395,675 | 53,465 | 92 | Approved |
| Masanori Itatani | 20,519,944 | 1,361,791 | 53,448 | 93 | Approved |
| Masanori Nishimatsu | 21,090,689 | 791,050 | 53,448 | 95 | Approved |
| Haruo Tsuji | 20,517,041 | 1,364,699 | 53,448 | 93 | Approved |
| Tsuguoki Fujinuma | 13,833,302 | 8,048,188 | 53,692 | 62 | Approved |
| Masahiro Sakane | 20,718,889 | 1,162,849 | 53,448 | 93 | Approved |
| Lord Colin Marshall | 20,967,967 | 913,771 | 53,448 | 95 | Approved |
| Dame Clara Furse | 21,167,006 | 714,716 | 53,465 | 95 | Approved |
| Nobuyuki Koga | 21,103,073 | 778,665 | 53,448 | 95 | Approved |
| David Benson | 21,130,893 | 750,846 | 53,448 | 95 | Approved |
| Takao Kusakari | 21,334,021 | 547,718 | 53,448 | 96 | Approved |
| Toshinori Kanemoto | 21,330,058 | 551,680 | 53,448 | 96 | Approved |
| Michael Lim Choo San | 21,338,839 | 542,899 | 53,448 | 96 | Approved |
| Proposal 2 | 21,580,230 | 318,371 | 53,448 | 97 | Approved |

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Notes:

1. The requirement for each proposal to be approved is as follows:

Proposal 1: a vote in favor by a simple majority of the voting rights held by the shareholders present at a meeting attended by shareholders entitled to exercise voting rights holding in aggregate 1/3 or more of the total voting rights.

Proposal 2: a vote in favor by 2/3 of the voting rights held by the shareholders present at a meeting attended by shareholders entitled to exercise voting rights holding in aggregate 1/3 or more of the total voting rights.

2. The method for calculating the Approval Ratio is as follows:

This is the ratio of the number of votes in favor exercised in advance by the day prior to the meeting, to the total number of voting rights of the shareholders present at the meeting (the portion of the voting rights that were exercised in advance by the day prior to the meeting, as well as those held by the shareholders present at the meeting).

Table of Contents

(4) The reason why a part of the voting rights expressing an opinion for, against, or abstaining from, the proposal that were exercised by shareholders present at the meeting were not included in the calculation:

As the requirement for each proposal to be approved has been satisfied and the resolutions were duly passed in conformance with the Companies Act by the portion of voting rights exercised in advance by the day prior to the meeting, the number of voting rights expressing an opinion for, against, or abstaining from, the proposal held by the shareholders present at the meeting were not included in the calculation.

End.