

NOMURA HOLDINGS INC
Form S-8 POS
April 01, 2011

As filed with the Securities and Exchange Commission on April 1, 2011

Registration Statement No. 333-126203

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549

POST-EFFECTIVE AMENDMENT NO.1 TO
FORM S-8
REGISTRATION STATEMENT UNDER THE
SECURITIES ACT OF 1933

NOMURA HORUDINGUSU KABUSHIKI KAISHA

(Exact Name of Registrant as Specified in Its Charter)

NOMURA HOLDINGS, INC.

(Translation of Registrant's name into English)

Japan
(State or Other Jurisdiction of

None
(I.R.S. Employer

Incorporation or Organization)

Identification No.)

9-1, Nihonbashi 1-chome

Chuo-ku, Tokyo, 103-8645

Japan

(81-3-5255-1000)

(Address of Principal Executive Offices)

Stock Acquisition Rights (No.2) of Nomura Holdings, Inc.

(Full Title of the Plan)

Nomura Securities International, Inc.

2 World Financial Center, Building B

New York, New York 10281-1198

(212-667-9300)

(Name, Address and Telephone Number of Agent for Service)

EXPLANATORY NOTE

Nomura Holdings, Inc. (the Registrant) is hereby filing this Post-Effective Amendment No.1 to Registration Statement on Form S-8 filed on June 29, 2005 (File No. 333-126203) (the Registration Statement) to deregister shares of the Registrant s common stock relating to options issued under the Stock Acquisition Rights (No.2) of Nomura Holdings, Inc. (the Plan).

A total of 2,186,000 shares were registered under the Registration Statement.

Of the 2,186,000 shares relating to the options under the Plan, 1,227,000 shares remained unsold at the termination of the exercise period for the options issued under the Plan on June 30, 2010.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, as amended, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Post-Effective Amendment No. 1 to Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the city of Tokyo, Japan on April 1, 2011.

NOMURA HOLDINGS, INC.

By: /s/ Kenichi Watanabe

Name: Kenichi Watanabe

Title: President and Chief Executive Officer

Pursuant to the requirements of the Securities Act of 1933, as amended, this Post-Effective Amendment No. 1 to Registration Statement has been signed by the following persons in the following capacities on April 1, 2011.

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| Signature | Title |
|--|---|
| /s/ Junichi Ujiie Junichi Ujiie | Chairman of the Board of Directors |
| /s/ Kenichi Watanabe Kenichi Watanabe | Director President and Chief Executive Officer (Principal Executive Officer) |
| /s/ Takumi Shibata Takumi Shibata | Director Deputy President and Chief Operating Officer |
| /s/ Hideaki Kubori Hideaki Kubori | Director |
| /s/ Masahiro Sakane Masahiro Sakane | Director |
| /s/ Haruo Tsuji Haruo Tsuji | Director |
| /s/ Tsuguoki Fujinuma Tsuguoki Fujinuma | Director |
| /s/ Hajime Sawabe Hajime Sawabe | Director |
| /s/ Masanori Itatani Masanori Itatani | Director |
| /s/ Masanori Nishimatsu Masanori Nishimatsu | Director |
| /s/ Colin Marshall Colin Marshall | Director |
| /s/ Clara Furse Clara Furse | Director |
| /s/ Junko Nakagawa Junko Nakagawa | Executive Managing Director and Chief Financial Officer (Principal Financial Officer and Principal Accounting Officer) |
| /s/ Naoki Matsuba Naoki Matsuba | Senior Managing Director Authorized Representative in the United States |