

NOMURA HOLDINGS INC
Form 6-K
January 31, 2005
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

Supplement for the month of January 2005.

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)

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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 is marked, indicate below the file number assigned to the registrant in connection with Rule 12g3-2(b): 82-

Table of Contents

Information furnished on this form:

EXHIBIT

Exhibit Number

1. [Nomura Principal Finance to Purchase Newly Issued Millennium Retailing Shares by Exercising Stock Acquisition Rights]

2

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: January 31, 2005

By: /s/ Hiroshi Tanaka

Hiroshi Tanaka
Senior Managing Director

Table of Contents

Tokyo, 31 January 2005

Nomura Principal Finance to Purchase Newly Issued Millennium Retailing Shares by Exercising Stock Acquisition Rights

Nomura Principal Finance Co., Ltd. (NPF), a wholly-owned subsidiary of Nomura Holdings, Inc., announced that today, following a resolution from NPF s Board of Executive Officers, it exercised first issue stock acquisition rights to purchase newly issued common shares of Millennium Retailing Inc. (MR). With this share purchase NPF now becomes the majority shareholder of MR.

1. Overview of Stock Acquisition

| | |
|---------------------------|--|
| Method: | Purchase of newly issued MR shares by exercising First Issue MR Stock Acquisition Rights |
| Number/Type of Shares: | 30,000,000 shares of MR common stock |
| Total Issue Price: | JPY 30 billion |
| Issue Price (per share): | JPY 1,000 |
| Voting Rights (%) Before: | 43.20% |
| Voting Rights (%) After: | 65.54% |

2. Overview of Millennium Retailing Group Key Companies

(Note) Millennium Retailing Group, structured under MR as a holding company, is a department store group comprising Sogo Co., Ltd. and The Seibu Department Stores, Ltd.

A. Millennium Retailing Inc.

| | |
|------------------|---|
| Company name: | Millennium Retailing Inc. |
| President: | Shigeaki Wada |
| Location: | 1-1-2 Marunouchi, Chiyoda-Ku, Tokyo |
| Established: | July 25, 1952 |
| Main businesses: | Management service for department store chain companies and other contingent business |
| No. employees: | 339 (as of January 31, 2005) |
| Capital: | JPY 34,941 million (as of January 31, 2005) |

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Operating revenue: JPY 6,821 million (as of February 29, 2004, non-consolidated basis)
Number of shares issued: 76,389 thousand shares (as of January 31, 2005)
Major shareholders: NPF 65.54% (voting rights), others (as of January 31, 2005)

Table of Contents

B: Sogo Co., Ltd.

Company name: Sogo Co., Ltd.
 President: Shunichiro Uchimura
 Location: 2-18-1, Takashima, Nishi-Ku, Yokohama City, Kanagawa Prefecture
 Established: May 21, 1969
 Main business: Department store business
 No. employees: 2,847 (as of January 31, 2005)
 Capital: JPY 130 million (as of January 31, 2005)
 Operating revenue: JPY 452,667 million (as of February 29, 2004, non-consolidated basis)
 Number of shares issued: 260 thousand shares (as of January 31, 2005)
 Major shareholder: Millennium Retailing Inc. 100.0% (voting rights) (as of January 31, 2005)

C: The Seibu Department Stores, Ltd.

Company name: The Seibu Department Stores, Ltd.
 President: Fumiaki Osaki
 Location: 1-28-1, Minami Ikebukuro, Toshima-Ku, Tokyo
 Established: March 14, 1940
 Main business: Department store business
 No. employees: 2,494 (as of January 31, 2005)
 Capital: JPY 1,000 million (as of January 31, 2005)
 Operating revenue: JPY 529,956 million (as of February 29, 2004, non-consolidated basis)
 Number of shares issued: 182,131 thousand shares (as of January 31, 2005)
 Major shareholder: Millennium Retailing Inc. 100.0% (voting rights) (as of January 31, 2005)

Ends

For further information please contact:

| <u>Name</u> | <u>Company</u> | <u>Telephone</u> |
|------------------|---------------------------------|------------------|
| Masafumi Yoshino | Nomura Securities Co., Ltd | 81-3-3278-0591 |
| Shuji Sato | Corporate Communications Dept., | |
| Mitch Hayes | Nomura Group Headquarters | |
| Larry Heiman | | |

Notes to editors:

The Nomura Group

Nomura Group, with its core businesses of the securities and related businesses, is dedicated to providing a broad range of financial services for individual, institutional, corporate and government customers. We offer a diverse line of competitive products and value-added financial and advisory services through the 133 domestic branch offices of Nomura Securities Co., Ltd. and our overseas network that combines offices in 28 countries. Our business activities include investment consultation services for domestic retail investors, securities brokerage services, securities underwriting for domestic and foreign governments and corporations, mergers and acquisition and financial advisory services, merchant banking, and asset management for investment trusts and pension funds.