

**SIXTH SUPPLEMENT DATED 14 JUNE 2019 TO THE BASE PROSPECTUS DATED 14 SEPTEMBER 2018**

**NOMURA**

**NOMURA INTERNATIONAL FUNDING PTE. LTD.**

**USD 11,000,000,000**

**NOTE, WARRANT AND CERTIFICATE PROGRAMME**

This supplement (the **Supplement**) to the Base Prospectus (the **Base Prospectus**) dated 14 September 2018, as previously supplemented by a supplement dated 16 November 2018 (the **First Supplement**), a supplement dated 6 December 2018 (the **Second Supplement**), a supplement dated 14 February 2019 (the **Third Supplement**), a supplement dated 21 March 2019 (the **Fourth Supplement**), and a supplement dated 13 May 2019 (the **Fifth Supplement**, and together with the First Supplement, the Second Supplement, the Third Supplement and the Fourth Supplement, the **Prior Supplements**) which comprises a base prospectus, constitutes a supplement to the Base Prospectus for the purposes of article 13 of Chapter 1 of Part II of the Luxembourg Act dated 10 July 2005 on prospectuses for securities, as amended (the **Prospectus Act**) and is prepared in connection with the USD11,000,000,000 Note, Warrant and Certificate Programme (the **Programme**) of Nomura International Funding Pte. Ltd. (the **Issuer**). Terms defined in the Base Prospectus, as previously supplemented, have the same meaning when used in this Supplement.

This Supplement is supplemental to, and should be read in conjunction with, the Base Prospectus and the Prior Supplements.

Each of the Issuer, Nomura Holdings, Inc. (the **NHI Guarantor**) and Nomura Securities Co., Ltd. (the **NSC Guarantor** and, together with the NHI Guarantor, the **Guarantors**, and each a **Guarantor**) accepts responsibility for the information contained in this Supplement. To the best of the knowledge of each of the Issuer and the Guarantors (each of which has taken all reasonable care to ensure that such is the case), the information contained in this Supplement is in accordance with the facts and does not omit anything likely to affect the import of such information.

**1. PURPOSE OF THIS SUPPLEMENT**

The NHI Guarantor has recently published three United States Securities and Exchange Commission Form 6-K filings as follows:

- (i) a Form 6-K dated 24 May 2019 including a News Release entitled "Statement on Report of Investigation into Improper Communication of Information and Announcement of Remediation Action Plan" (the **Remediation Action Plan News Release Form 6-K**);
- (ii) a Form 6-K dated 28 May 2019 including a News Release entitled "Statement on Administrative Action by Japan's Financial Services Agency" (the **Administrative Action Statement News Release Form 6-K**); and
- (iii) a Form 6-K dated 3 June 2019 including a News Release entitled "Statement on Submission of Business Improvement Report to Japan's Financial Services Agency" (the **Business Improvement Report News Release Form 6-K**).

The purpose of this Supplement is to incorporate by reference (i) the Remediation Action Plan News Release Form 6-K, (ii) the Administrative Action Statement News Release Form 6-K and (iii) the Business Improvement Report News Release Form 6-K.

**2. PUBLICATION OF THE NHI GUARANTOR'S REMEDIATION ACTION PLAN NEWS RELEASE FORM 6-K**

The NHI Guarantor has recently published the Remediation Action Plan News Release Form 6-K.

A copy of the Remediation Action Plan News Release Form 6-K has been filed with the *Commission de Surveillance du Secteur Financier* (the **CSSF**) and, by virtue of this Supplement, the Remediation Action Plan News Release Form 6-K is incorporated by reference in, and forms part of, the Base Prospectus.

As such the following text shall be added on page 186 of the Base Prospectus (as amended by the Prior Supplements) immediately following the existing paragraph (y):

"(z) the Form 6-K of the NHI Guarantor dated 24 May 2019 including a News Release entitled "Statement on Report of Investigation into Improper Communication of Information and Announcement of Remediation Action Plan";"

**3. PUBLICATION OF THE NHI GUARANTOR'S ADMINISTRATIVE ACTION STATEMENT NEWS RELEASE FORM 6-K**

The NHI Guarantor has recently published the Administrative Action Statement News Release Form 6-K.

A copy of the Administrative Action Statement News Release Form 6-K has been filed with the CSSF and, by virtue of this Supplement, the Administrative Action Statement News Release Form 6-K is incorporated by reference in, and forms part of, the Base Prospectus.

As such the following text shall be added on page 186 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (z) (inserted as described at paragraph 2 above):

"(aa) the Form 6-K of the NHI Guarantor dated 28 May 2019 including a News Release entitled "Statement on Administrative Action by Japan's Financial Services Agency"; and"

**4. PUBLICATION OF THE NHI GUARANTOR'S BUSINESS IMPROVEMENT REPORT NEWS RELEASE FORM 6-K**

The NHI Guarantor has recently published the Business Improvement Report News Release Form 6-K.

A copy of the Business Improvement Report News Release Form 6-K has been filed with the CSSF and, by virtue of this Supplement, the Business Improvement Report News Release Form 6-K is incorporated by reference in, and forms part of, the Base Prospectus.

As such the following text shall be added on page 186 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (aa) (inserted as described at paragraph 3 above):

"(bb) the Form 6-K of the NHI Guarantor dated 3 June 2019 including a News Release entitled "Statement on Submission of Business Improvement Report to Japan's Financial Services Agency "."

**5. GENERAL**

All references to pages in this Supplement are to the original unsupplemented Base Prospectus, notwithstanding any amendments described herein.

To the extent that there is any inconsistency between (a) any statement in this Supplement or any statement incorporated by reference into the Base Prospectus by this Supplement and (b) any other statement in or incorporated by reference in the Base Prospectus, the statements in (a) above will prevail.

Save as disclosed in this Supplement, there has been no other significant new factor, material mistake or inaccuracy relating to information included in the Base Prospectus since the publication of the Prior Supplements.

If and so long as any Securities are listed on the Luxembourg Stock Exchange, copies of all documents incorporated by reference in the Base Prospectus can be obtained from the Principal Agent as described on page 190 of the Base Prospectus and will be available on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

The information incorporated by reference that is not included in the cross-reference lists set out above is considered additional information and is not required by the relevant schedules of the Prospectus Regulation (Commission Regulation (EC) No. 809/2004, as amended).

This Supplement will be published on the website of the Luxembourg Stock Exchange ([www.bourse.lu](http://www.bourse.lu)).

If documents which are incorporated by reference themselves incorporate any information or other documents therein, either expressly or implicitly, such information or other documents will not form part of this Supplement for the purposes of the Prospectus Directive except where such information or other documents are specifically incorporated by reference or attached to this Supplement.