

EIGHTH SUPPLEMENT DATED 20 AUGUST 2018 TO THE BASE PROSPECTUS DATED 15 SEPTEMBER 2017

NOMURA

NOMURA INTERNATIONAL FUNDING PTE. LTD.

USD 7,500,000,000

NOTE, WARRANT AND CERTIFICATE PROGRAMME

This supplement (the **Supplement**) to the Base Prospectus (the **Base Prospectus**) dated 15 September 2017, as previously supplemented by a supplement dated 10 November 2017 (the **First Supplement**), a supplement dated 8 December 2017 (the **Second Supplement**), a supplement dated 29 January 2018 (the **Third Supplement**), a supplement dated 15 February 2018 (the **Fourth Supplement**), a supplement dated 7 March 2018 (the **Fifth Supplement**), a supplement dated 14 May 2018 (the **Sixth Supplement**) and a supplement dated 13 July 2018 (the **Seventh Supplement**, and together with the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement, the Fifth Supplement and the Sixth 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 USD 7,500,000,000 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 Issuer has recently published financial information for the year ended 31 March 2018.

The NSC Guarantor has recently published financial information for the year ended 31 March 2018. Each of the Guarantors has recently published financial information for the three months ended 30 June 2018.

The purpose of this Supplement is to (a) incorporate by reference the Issuer's audited annual financial statements for the financial year ended 31 March 2018 (the **Issuer's Annual Financial Statements**), (b) incorporate by reference the NSC Guarantor's audited non-consolidated financial statements for the financial year ended 31 March 2018 (the **NSC Guarantor's Annual Financial Statements**), (c) incorporate by reference the NHI Guarantor's United States Securities and Exchange Commission Form 6-K filing dated 26 July 2018 of an English translation of the NHI Guarantor's unaudited financial summary for the three months ended 30 June 2018 (the **NHI Financial Summary Form 6-K**), (d) incorporate by reference an English translation of the NSC Guarantor's unaudited quarterly financial information for the three months ended 30 June 2018 (the **NSC Guarantor's Quarterly Financial Information**), (e) update the material adverse change statement in relation to the Issuer, (f) update the material adverse change statement in relation to the NSC Guarantor, (g) update the significant change statement in relation to the Issuer and the Guarantors and (h) update the "Summary of the Programme".

2. PUBLICATION OF THE ISSUER'S ANNUAL FINANCIAL STATEMENTS

The Issuer has recently published the Issuer's Annual Financial Statements.

A copy of the Issuer's Annual Financial Statements has been filed with the *Commission de Surveillance du Secteur Financier* (the **CSSF**) and, by virtue of this Supplement, the Issuer's Annual Financial Statements are incorporated by reference in, and form part of, the Base Prospectus.

As such:

- (i) the following text shall be added on page 179 of the Base Prospectus (as amended by the Prior Supplements) immediately following the existing paragraph (aa):

“(bb) the audited Annual Financial Statements of the Issuer for the year ended 31 March 2018;”;
and

- (ii) the following additional section shall be added at the end of the Nomura International Funding Pte. Ltd. section of the table of cross-references which ends on page 180 of the Base Prospectus:

Annual Financial Statements for the year ended 31 March 2018	
Directors' statement	Page 1
Independent auditor's report	Pages 2 to 5
Statement of comprehensive income	Page 6
Balance sheet	Page 7
Statement of changes in equity	Page 8
Cash flow statement	Page 9
Notes to the financial statements	Pages 10 to 46

3. PUBLICATION OF THE NSC GUARANTOR'S ANNUAL FINANCIAL STATEMENTS

The NSC Guarantor has recently published the NSC Guarantor's Annual Financial Statements.

A copy of the NSC Guarantor's Annual Financial Statements has been filed with the CSSF and, by virtue of this Supplement, the NSC Guarantor's Annual Financial Statements are incorporated by reference in, and form part of, the Base Prospectus.

As such:

- (i) the following text shall be added on page 179 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (bb) (inserted as described at paragraph 2(i) above):

“(cc) the English language audited non-consolidated financial statements of the NSC Guarantor for the financial year ended 31 March 2018 including the auditor's report;” and

- (ii) the following additional section shall be added at the end of the Nomura Securities Co., Ltd. section of the table of cross-references which ends on page 182 of the Base Prospectus:

Non-Consolidated Financial Statements for the year ended 31 March 2018	
Non-Consolidated Balance Sheets	Pages 2 to 4
Non-Consolidated Statements of Income	Page 5
Non-Consolidated Statements of Changes in Net Assets	Pages 6 to 7
Non-Consolidated Statements of Cash Flows	Page 8
Significant accounting policies and explanatory notes	Pages 9 to 40
Independent Auditor's Report	Cover page

4. PUBLICATION OF THE NHI FINANCIAL SUMMARY FORM 6-K

The NHI Guarantor has recently published the NHI Financial Summary Form 6-K.

A copy of the NHI Financial Summary Form 6-K has been filed with the CSSF and, by virtue of this Supplement, the NHI Financial Summary Form 6-K is incorporated by reference in, and forms part of, the Base Prospectus.

As such:

- (i) the following text shall be added on page 179 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (cc) (inserted as described at paragraph 3(i) above):

“(dd) the Form 6-K of the NHI Guarantor dated 26 July 2018, of an English translation of the NHI Guarantor’s unaudited financial summary for the three months ended 30 June 2018 (but excluding any documents incorporated therein); and”;

- (ii) the following additional section shall be added at the end of the Nomura Holdings, Inc. section of the table of cross-references which ends on page 181 of the Base Prospectus:

Form 6-K for the three months ended 30 June 2018	
Consolidated Balance Sheets (Unaudited)	Pages 6 to 7
Consolidated Statements of Income (Unaudited)	Page 8
Consolidated Statements of Comprehensive Income (Unaudited)	Page 9
Note with respect to the Assumption as a Going Concern (Unaudited)	Page 9

Segment Information – Operating Segment (Unaudited)	Page 10
Significant Changes in Equity (Unaudited)	Page 11

5. PUBLICATION OF THE NSC GUARANTOR’S QUARTERLY FINANCIAL INFORMATION

The NSC Guarantor has recently published the NSC Guarantor’s Quarterly Financial Information.

A copy of the NSC Guarantor's Quarterly Financial Information has been filed with the CSSF and, by virtue of this Supplement, the NSC Guarantor's Quarterly Financial Information is incorporated by reference in, and forms part of, the Base Prospectus.

As such:

- (i) the following text shall be added on page 179 of the Base Prospectus immediately following the new paragraph (dd) (inserted as described at paragraph 4(i) above):
 - “(ee) the English translation of the Japanese language unaudited quarterly financial information for the three months ended 30 June 2018 of the NSC Guarantor as published on 26 July 2018.”; and
- (ii) the following additional section shall be added at the end of the Nomura Securities Co., Ltd. section of the table of cross-references which ends on page 182 of the Base Prospectus:

Unaudited Quarterly Financial Information for the three months ended 30 June 2018 (English translation)	
Unaudited Unconsolidated Balance Sheets	Page 1
Unaudited Unconsolidated Statements of Income	Page 1
Unaudited Unconsolidated Statements of Income – Quarterly Comparatives	Page 2
Unaudited Supplementary Information	Page 3

6. UPDATE OF THE SIGNIFICANT CHANGE STATEMENTS

The paragraphs under the heading “6. Significant Change” on page 891 of the Base Prospectus shall be deemed deleted and replaced with the following:

“There has been no significant change in the financial or trading position of the Issuer since 31 March 2018.

There has been no significant change in the financial or trading position of the NHI Guarantor or the Nomura Group since 30 June 2018.

There has been no significant change in the financial or trading position of the NSC Guarantor since 30 June 2018.”

7. UPDATE OF THE MATERIAL ADVERSE CHANGE STATEMENTS

The section under the heading “7. Material Adverse Change” on page 891 of the Base Prospectus shall be deemed deleted and replaced with the following:

“There has been no material adverse change in the prospects of the Issuer since 31 March 2018.

There has been no material adverse change in the prospects of the Guarantors since 31 March 2018.”

8. UPDATE OF THE “SUMMARY OF THE PROGRAMME”

In light of the publication of the Issuer’s Annual Financial Statements, the Summary section of the Base Prospectus shall be amended as follows:

Element B.12 "Selected historical key financial information" on pages 15 to 16 of the Base Prospectus shall be replaced by the following:

B.12	Selected historical key financial information:		
	<i>Income Statement</i>		
	The key financial information below is extracted from the Issuer's audited statement of comprehensive income for the year ended 31 March 2017 and for the year ended 31 March 2018:		
		31 March 2017	31 March 2018
		(USD'000)	
	(Loss)/ gain before operating expenses	19,649	(40,636)
	(Loss)/gain before taxation	16,714	(44,626)
	Taxation	(2,640)	7,598
	(Loss)/gain for the year	14,074	(37,028)
	<i>Balance Sheet</i>		
	The key financial information below is extracted from the Issuer's audited balance sheets as at 31 March 2017 and 31 March 2018:		
		31 March 2017	31 March 2018
		(USD'000)	
	Assets	4,471,285	7,190,027
	Shareholder’s equity	97,927	200,899
Liabilities	4,373,358	6,989,128	

Statements of no significant or material adverse change

There has been no material adverse change in the prospects of the Issuer since 31 March 2018.

Not Applicable - There has been no significant change in the financial or trading position of the Issuer since 31 March 2018.

In light of the publication of the NSC Guarantor's Annual Financial Statements, the NHI Financial Summary Form 6-K and the NSC Guarantor's Quarterly Financial Information, Element B19/B.12 "Selected historical key financial information" on pages 18 to 22 of the Base Prospectus shall be replaced by the following:

B19/ B.12	[Selected historical key financial information:		
	<i>Income Statement</i>		
	[Insert where NHI is the Guarantor:		
	The key financial information below is extracted from the Guarantor's audited consolidated statements of income for each of the two years ended 31 March 2017 and 31 March 2018, respectively:		
		31 March 2017	31 March 2018
		(Millions of Yen)	
	Total revenue	1,715,516	1,972,158
	Interest expense	312,319	475,189
	Net revenue	1,403,197	1,496,969
	Total non-interest expenses	1,080,402	1,168,811
	Income before income taxes	322,795	328,158
	Income tax expense	80,229	103,866
	Net income	242,566	224,292
	Net income attributable to NHI shareholders	239,617	219,343
Return on equity ⁽¹⁾	8.7%	7.9%	
⁽¹⁾ Calculated as net income attributable to NHI shareholders divided by total NHI shareholders' equity.			
The key financial information below is extracted from the Guarantor's unaudited consolidated statements of income for the three months ended 30 June 2018 as they appear in the English translation of the Guarantor's unaudited financial summary for the three months ended 30 June 2018:			
	30 June 2017	30 June 2018	
	(Millions of Yen)		

Total revenue	467,926	430,985
Interest expense	107,103	158,988
Net revenue	360,823	271,997
Total non-interest expenses	283,380	258,354
Income before income taxes	77,443	13,643
Income tax expense	19,405	6,930
Net income	58,038	6,713
Net income attributable to NHI shareholders	56,856	5,223
Return on equity ⁽¹⁾	8.1%	0.8%
(1) Calculated as net income attributable to NHI shareholders divided by total NHI shareholders' equity (annualised).]		
<p><i>[Insert where NSC is the Guarantor:</i></p> <p>The key financial information below is extracted from the Guarantor's audited non-consolidated statements of income for each of the two years ended 31 March 2017 and 31 March 2018:</p>		
	31 March 2017	31 March 2018
	(Millions of Yen)	
Commissions	354,155	394,587
Net gain on trading	220,851	222,878
Interest and dividend income	87,826	72,347
Interest expenses	96,246	78,426
Selling, general and administrative expenses	467,804	489,624
Operating income	98,782	121,762
Income before income taxes	102,068	120,084
Net income	71,743	76,439
<p>The key financial information below is extracted from the Guarantor's unaudited unconsolidated statements of income for the three months ended 30 June 2018 as they appear in the English translation of the Guarantor's unaudited quarterly financial information for the three months ended 30 June 2018:</p>		
	30 June 2017 (Restated) ⁽¹⁾	30 June 2018

	(Millions of Yen)	
Commissions	93,938	91,274
Net gain on trading	56,755	37,674
Interest and dividend income	29,249	21,437
Interest expenses	29,964	21,626
Selling, general and administrative expenses	122,126	115,220
Operating income	27,852	13,539
Income before income taxes	28,249	13,887
Net income	19,424	9,521

⁽¹⁾ The numbers for the three months ended 30 June 2017 have been restated to reflect the change in accounting policy for certain derivatives as implemented on 1 April 2018.]

Statement of Financial Position

[Insert where NHI is the Guarantor:

The key financial information below is extracted from the Guarantor's audited consolidated balance sheets as at 31 March 2017 and 31 March 2018:

	31 March 2017	31 March 2018
	(Millions of Yen)	
Total assets	42,852,078	40,591,329
Total equity	2,843,791	2,799,824
Total liabilities	40,008,287	37,791,505

The key financial information below is extracted from the Guarantor's unaudited consolidated balance sheets as at 30 June 2018 as they appear in the English translation of the Guarantor's unaudited financial summary for the three months ended 30 June 2018:

	31 March 2018 (Restated) ⁽¹⁾	30 June 2018
	(Millions of Yen)	
Total assets	40,343,947	42,828,467
Total equity	2,799,824	2,845,199
Total liabilities	37,544,123	39,983,268

⁽¹⁾ The numbers for the year ended 31 March 2018 have been restated to reflect the change in accounting policy for certain derivatives as implemented on 1 April 2018.]

[Insert where NSC is the Guarantor:

The key financial information below is extracted from the Guarantor's audited non-consolidated balance sheets as at 31 March 2017 and 31 March 2018:

	31 March 2017	31 March 2018
	(Millions of Yen)	
Total assets	12,955,112	12,824,789
Total net assets	735,965	661,758
Total liabilities	12,219,147	12,163,030

The key financial information below is extracted from the Guarantor's unaudited unconsolidated balance sheets as at 30 June 2018 as they appear in the English translation of the Guarantor's unaudited quarterly financial information for the three months ended 30 June 2018:

	30 June 2018
	(Millions of Yen)
Total assets	12,218,491
Total net assets	626,217
Total liabilities	11,592,274]

Statements of no significant or material adverse change

[Insert where NHI is the Guarantor:

There has been no material adverse change in the prospects of the Guarantor since 31 March 2018.

Not Applicable - There has been no significant change in the financial or trading position of the Guarantor or the Nomura Group since 30 June 2018.]

[Insert where NSC is the Guarantor:

There has been no material adverse change in the prospects of the Guarantor since 31 March 2018.

Not Applicable - There has been no significant change in the financial or trading position of the Guarantor since 30 June 2018.]

9. 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 182 of the Base Prospectus and will be available on the website of the Luxembourg Stock Exchange (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). Any non-incorporated parts of a document referred to in the Supplement are either deemed not relevant for an investor or are otherwise covered elsewhere in this Supplement or the Base Prospectus.

This Supplement will be published on the website of the Luxembourg Stock Exchange (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.