

EIGHTH SUPPLEMENT DATED 14 AUGUST 2017 TO THE BASE PROSPECTUS DATED 16 SEPTEMBER 2016

NOMURA

NOMURA INTERNATIONAL FUNDING PTE. LTD.

USD 6,000,000,000

NOTE, WARRANT AND CERTIFICATE PROGRAMME

This supplement (the **Supplement**) to the Base Prospectus (the **Base Prospectus**) dated 16 September 2016, as previously supplemented by a supplement dated 11 November 2016 (the **First Supplement**), a supplement dated 6 December 2016 (the **Second Supplement**), a supplement dated 18 January 2017 (the **Third Supplement**), a supplement dated 17 February 2017 (the **Fourth Supplement**), a supplement dated 8 March 2017 (the **Fifth Supplement**), a supplement dated 12 May 2017 (the **Sixth Supplement**) and a supplement dated 14 July 2017 (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 USD6,000,000,000 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 Issuer has recently published financial information for the year ended 31 March 2017.

The NSC Guarantor has recently published financial information for the year ended 31 March 2017. Each of the Guarantors has recently published financial information for the three months ended 30 June 2017.

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 2017 (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 2017 (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 28 July 2017 of an English translation of the NHI Guarantor's unaudited financial summary for the three months ended 30 June 2017 (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 2017 (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 155 of the Base Prospectus (as amended by the Prior Supplements) immediately following the existing paragraph (z):

“(aa) the audited Annual Financial Statements of the Issuer for the year ended 31 March 2017;”;
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 156 of the Base Prospectus:

Annual Financial Statements for the year ended 31 March 2017	
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 44

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 155 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (aa) (inserted as described at paragraph 2(i) above):

“(bb) the English language audited non-consolidated financial statements of the NSC Guarantor for the financial year ended 31 March 2017 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 158 of the Base Prospectus:

Non-Consolidated Financial Statements for the year ended 31 March 2017	
Non-Consolidated Balance Sheets	Pages 2 to 4
Non-Consolidated Statements of Income	Page 5
Non-Consolidated Statement 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 47
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 155 of the Base Prospectus (as amended by the Prior Supplements) immediately following the new paragraph (bb) (inserted as described at paragraph 3(i) above):
- “(cc) the Form 6-K of the NHI Guarantor dated 28 July 2017, of an English translation of the NHI Guarantor’s unaudited financial summary for the three months ended 30 June 2017 (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 157 of the Base Prospectus:

Form 6-K for the three months ended 30 June 2017	
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
Significant Subsequent Events	Page 12

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 155 of the Base Prospectus immediately following the new paragraph (cc) (inserted as described at paragraph 4(i) above):
 - “(dd) the English translation of the Japanese language unaudited quarterly financial information for the three months ended 30 June 2017 of the NSC Guarantor as published on 28 July 2017.”; 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 158 of the Base Prospectus:

Unaudited Quarterly Financial Information for the three months ended 30 June 2017 (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	Pages 3 and 4

6. UPDATE OF THE SIGNIFICANT CHANGE STATEMENTS

The paragraphs under the heading “6. Significant Change” on page 832 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 2017.

There has been no significant change in the financial or trading position of the NHI Guarantor or the Nomura Group since 30 June 2017.

There has been no significant change in the financial or trading position of the NSC Guarantor since 30 June 2017.”

7. UPDATE OF THE MATERIAL ADVERSE CHANGE STATEMENTS

The section under the heading “7. Material Adverse Change” on page 832 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 2017.

There has been no material adverse change in the prospects of the Guarantors since 31 March 2017.”

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 16 to 17 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 2015 and for the year ended 31 March 2016:		
		31 March 2015	31 March 2016
		(USD'000)	
	Income before operating expenses	12,151	31,687
	Profit before taxation	11,124	29,446
	Taxation	(2,102)	(4,975)
	Profit for the year	9,022	24,471
	The key financial information below is extracted from the Issuer's audited statement of comprehensive income for the year ended 31 March 2017:		
		31 March 2017	
		(USD'000)	
	Income before operating expenses	19,649	
	Profit before taxation	16,714	
	Taxation	(2,640)	
Profit for the year	14,074		
<i>Balance Sheet</i>			

The key financial information below is extracted from the Issuer's audited balance sheets as at 31 March 2015 and 31 March 2016:		
	31 March 2015	31 March 2016
	(USD'000)	
Total assets	1,993,475	3,624,039
Total equity	19,382	83,853
Total liabilities	1,974,093	3,540,186
The key financial information below is extracted from the Issuer's audited balance sheet as at 31 March 2017:		
	31 March 2017	
	(USD'000)	
Total assets	4,471,285	
Total equity	97,927	
Total liabilities	4,373,358	
<i>Statements of no significant or material adverse change</i>		
There has been no material adverse change in the prospects of the Issuer since 31 March 2017.		
There has been no significant change in the financial or trading position of the Issuer since 31 March 2017.		

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 19 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 2016 and 31 March 2017, respectively:		
	31 March 2016	31 March 2017
	(Millions of Yen)	

Total revenue	1,723,096	1,715,516
Interest expense	327,415	312,319
Net revenue	1,395,681	1,403,197
Total non-interest expenses	1,230,523	1,080,402
Income before income taxes	165,158	322,795
Income tax expense	22,596	80,229
Net income	142,562	242,566
Net income attributable to NHI shareholders	131,550	239,617
Return on equity ⁽¹⁾	4.9%	8.7%
⁽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 2017 as they appear in the English translation of the Guarantor's unaudited financial summary for the three months ended 30 June 2017:		
	30 June 2016	30 June 2017
	(Millions of Yen)	
Total revenue	418,412	467,926
Interest expense	79,932	107,103
Net revenue	338,480	360,823
Total non-interest expenses	275,715	283,380
Income before income taxes	62,765	77,443
Income tax expense	15,791	19,405
Net income	46,974	58,038
Net income attributable to NHI shareholders	46,825	56,856
Return on equity ⁽¹⁾	7.0%	8.1%
⁽¹⁾ Calculated as net income attributable to NHI shareholders divided by total NHI shareholders' equity (annualised).]		
[Insert where NSC is the Guarantor:		
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 2016 and 31 March 2017:		

	31 March 2016	31 March 2017
	(Millions of Yen)	
Commissions	446,136	354,155
Net gain on trading	218,686	220,851
Interest and dividend income	81,978	87,826
Interest expenses	87,796	96,246
Selling, general and administrative expenses	475,029	467,804
Operating income	183,975	98,782
Income before income taxes	183,161	102,068
Net income	120,544	71,743
<p>The key financial information below is extracted from the Guarantor's unaudited unconsolidated statements of income for the three months ended 30 June 2017 as they appear in the English translation of the Guarantor's unaudited quarterly financial information for the three months ended 30 June 2017:</p>		
	30 June 2016	30 June 2017
	(Millions of Yen)	
Commissions	79,430	93,938
Net gain on trading	65,814	55,408
Interest and dividend income	30,239	29,249
Interest expenses	30,431	30,153
Selling, general and administrative expenses	114,305	122,126
Operating income	30,747	26,316
Income before income taxes	31,074	26,713
Net income	21,545	18,364]
<p><i>Statement of Financial Position</i></p> <p><i>[Insert where NHI is the Guarantor:</i></p> <p>The key financial information below is extracted from the Guarantor's audited consolidated balance sheets as at 31 March 2016 and 31 March 2017:</p>		
	31 March 2016	31 March 2017

	(Millions of Yen)	
Total assets	41,090,167	42,852,078
Total equity	2,743,015	2,843,791
Total liabilities	38,347,152	40,008,287
The key financial information below is extracted from the Guarantor's unaudited consolidated balance sheets as at 30 June 2017 as they appear in the English translation of the Guarantor's unaudited financial summary for the three months ended 30 June 2017:		
	30 June 2017	
	(Millions of Yen)	
Total assets	44,477,783	
Total equity	2,910,789	
Total liabilities	41,566,994]	
[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 2016 and 31 March 2017:		
	31 March 2016	31 March 2017
	(Millions of Yen)	
Total assets	12,244,625	12,955,112
Total net assets	805,013	735,965
Total liabilities	11,439,612	12,219,147
The key financial information below is extracted from the Guarantor's unaudited unconsolidated balance sheets as at 30 June 2017 as they appear in the English translation of the Guarantor's unaudited quarterly financial information for the three months ended 30 June 2017:		
	30 June 2017	
	(Millions of Yen)	
Total assets	12,351,584	
Total net assets	679,169	
Total liabilities	11,672,415]	
Statements of no significant or material adverse change		

	<p><i>[Insert where NHI is the Guarantor:</i></p> <p>There has been no significant change in the financial or trading position of the Guarantor or the Nomura Group since 30 June 2017.</p> <p>There has been no material adverse change in the prospects of the Guarantor since 31 March 2017.]</p> <p><i>[Insert where NSC is the Guarantor:</i></p> <p>There has been no significant change in the financial or trading position of the Guarantor since 30 June 2017.</p> <p>There has been no material adverse change in the prospects of the Guarantor since 31 March 2017.]</p>
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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 158 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.