

**SEVENTH SUPPLEMENT DATED 13 JULY 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**) and a supplement dated 14 May 2018 (the **Sixth Supplement**, and together with the First Supplement, the Second Supplement, the Third Supplement, the Fourth Supplement and the Fifth 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 USD7,500,000,000 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 NHI Guarantor has recently published a United States Securities and Exchange Commission Form 20-F for the year ended 31 March 2018 (the **NHI Guarantor's Form 20-F**).

The purpose of this Supplement is to (a) incorporate by reference the NHI Guarantor's Form 20-F, (b) update the material adverse change statement in relation to the NHI Guarantor, and (c) update the "Summary of the Programme".

**2. PUBLICATION OF THE NHI GUARANTOR'S FORM 20-F**

The NHI Guarantor has recently published the NHI Guarantor's Form 20-F.

A copy of the NHI Guarantor's Form 20-F has been filed with the *Commission de Surveillance du Secteur Financier* (the **CSSF**) and, by virtue of this Supplement, the NHI Guarantor's Form 20-F 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 existing paragraph (z):

“(aa) the Form 20-F of the NHI Guarantor for the year ended 31 March 2018, containing the auditor's report and consolidated financial statements of the NHI Guarantor for that year on pages F-1 to F-133 (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:

<b>Form 20-F for the year ended 31 March 2018</b>	
Item 3.D - Risk Factors	Pages 5 to 18
Item 4.A - History and Development of the Company	Page 19
Item 4.B - Business Overview	Pages 19 to 22
Item 5.B - Liquidity and Capital Resources–Capital Management–Dividends for the Fiscal Year	Page 70
Item 6.A - Directors and Senior Management	Pages 77 to 87
Item 6.C - Board Practices	Pages 95 to 97
Item 7.A - Major Shareholders	Pages 98 to 99
Consolidated Balance Sheets	Pages F-4 to F-6
Consolidated Statements of Income	Page F-7
Consolidated Statements of Comprehensive Income	Page F-8
Consolidated Statements of Changes in Equity	Pages F-9 to F-10
Consolidated Statements of Cash Flows	Page F-11
Notes to the Consolidated Financial Statements	Pages F-12 to F-133
Report of Independent Registered Public Accounting Firm	Page F-2

### **3. UPDATE OF THE MATERIAL ADVERSE CHANGE STATEMENT**

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 2017.

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

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

#### 4. UPDATE OF THE "SUMMARY OF THE PROGRAMME"

In light of the publication of the NHI Guarantor's Form 20-F, the Summary section of the Base Prospectus shall be amended as follows:

Element B.19/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:		
	<b><i>Income Statement</i></b>		
	[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 2017	31 March 2016
		(Millions of Yen)	
	Total revenue	1,715,516	1,723,096
	Interest expense	312,319	327,415
	Net revenue	1,403,197	1,395,681
	Total non-interest expenses	1,080,402	1,230,523
	Income before income taxes	322,795	165,158
	Income tax expense	80,229	22,596
	Net income	242,566	142,562
	Net income attributable to NHI shareholders	239,617	131,550
	Return on equity <sup>(1)</sup>	8.7%	4.9%
<sup>(1)</sup> 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 audited consolidated statements of income for the year ended 31 March 2018 as they appear in the Form 20-F of the Guarantor for the year ended 31 March 2018:			
	31 March 2018		
	(Millions of Yen)		
Total revenue	1,972,158		
Interest expense	475,189		

Net revenue	1,496,969
Total non-interest expenses	1,168,811
Income before income taxes	328,158
Income tax expense	103,866
Net income	224,292
Net income attributable to NHI shareholders	219,343
Return on equity <sup>(1)</sup>	7.9%

(1) Calculated as net income attributable to NHI shareholders divided by total NHI shareholders' equity.]

[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 2017	31 March 2016
	(Millions of Yen)	
Commissions	354,155	446,136
Net gain on trading	220,851	218,686
Interest and dividend income	87,826	81,978
Interest expenses	96,246	87,796
Selling, general and administrative expenses	467,804	475,029
Operating income	98,782	183,975
Income before income taxes	102,068	183,161
Net income	71,743	120,544

The key financial information below is extracted from the Guarantor's unaudited unconsolidated income statements for the year ended 31 March 2018 as they appear in the English translation of the Guarantor's unaudited financial information for the year ended 31 March 2018:

	31 March 2018
	(Millions of Yen)
Commissions	394,587
Net gain on trading	222,878

Interests and dividends income	72,347	
Interest expenses	78,426	
Selling, general and administrative expenses	489,624	
Operating income	121,762	
Income before income taxes	120,084	
Net income	76,439]	
<b>Statement of Financial Position</b>		
<i>[Insert where NHI is the Guarantor:</i>		
The key financial information below is extracted from the Guarantor's audited consolidated balance sheets as at 31 March 2016 and 31 March 2017:		
	31 March 2017	31 March 2016
	(Millions of Yen)	
Total assets	42,852,078	41,090,167
Total equity	2,843,791	2,743,015
Total liabilities	40,008,287	38,347,152
The key financial information below is extracted from the Guarantor's audited consolidated balance sheets as at 31 March 2018 as they appear in the Form 20-F of the Guarantor for the year ended 31 March 2018:		
	31 March 2018	
	(Millions of Yen)	
Total assets	40,591,329	
Total equity	2,799,824	
Total liabilities	37,791,505]	
<i>[Insert where NSC is the Guarantor:</i>		
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 2017	31 March 2016
	(Millions of Yen)	

Total assets	12,955,112	12,244,625
Total net assets	735,965	805,013
Total liabilities	12,219,147	11,439,612
The key financial information below is extracted from the Guarantor's unaudited unconsolidated balance sheets as at 31 March 2018 as they appear in the English translation of the Guarantor's unaudited financial information for the year ended 31 March 2018:		
	31 March 2018	
	(Millions of Yen)	
Total assets	12,824,789	
Total net assets	661,758	
Total liabilities	12,163,030]	
<b><i>Statements of no significant or material adverse change</i></b>		
<i>[Insert where NHI is the Guarantor:</i>		
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 31 March 2018.]		
<i>[Insert where NSC is the Guarantor:</i>		
There has been no material adverse change in the prospects of the Guarantor since 31 March 2017.		
Not Applicable - There has been no significant change in the financial or trading position of the Guarantor since 31 March 2018.]		

## 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 182 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). 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](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.