# 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** 

For the month of April 2010

## 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)

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 X 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):

Information furnished on this form:

#### EXHIBIT

Exhibit Number 1. Nomura Finalizes Details of Stock Options (Stock Acquisition Rights)

#### **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: April 30, 2010

By: /s/ SHINJI IWAI \_\_\_\_\_ Shinji Iwai Senior Managing Director

### Nomura Finalizes Details of Stock Options (Stock Acquisition Rights)

**Tokyo, April 30, 2010**—Nomura Holdings, Inc. (the "Company") today announced that its Executive Management Board\* has finalized the details of the issuance of stock acquisition rights as stock options as outlined below.

\* The Executive Management Board consists of the CEO, COO, Business Division CEOs and any other executive officers nominated by the CEO, and via Board of Directors resolutions decides important business matters including the issuance of stock acquisition rights. Moreover, stock acquisition rights are granted to individual directors and executive officers of the Company in accordance with decisions made by the Compensation Committee.

#### 1. Stock Acquisition Rights to be Issued

- 1.1 Stock Acquisition Rights No. 34 (for directors, executive officers and employees of the Company)<sup>1</sup>
- 1.2 Stock Acquisition Rights No. 35 (for directors, executive officers and employees of subsidiaries of the Company)<sup>2</sup>
- 1.3 Stock Acquisition Rights No. 36 (for employees of subsidiaries the Company)<sup>2</sup>

#### 2. Reasons for Issuance of Stock Acquisition Rights as Stock Options

The Exercise Price of Stock Acquisition Rights No. 34, No. 35 and No. 36 will be one (1) yen per share and will be granted to directors, executive officers and employees of the Company and subsidiaries of the Company in lieu of a portion of cash compensation.

The Stock Acquisition Rights are expected to have the following benefits by restricting the exercise of the rights for two years (for Stock Acquisition Rights No. 34 and No. 35) or three years (for Stock Acquisition Rights No. 36) after they are granted.

- 1. Retain talented personnel for longer terms by introducing deferred payment rather than paying compensation entirely in cash.
- 2. Align the interests of directors, executive officers and employees with those of shareholders by reflecting changes in shareholder value in compensation packages.
- 3. Create a common objective for Nomura Group in terms of improving performance and trust by sharing a common incentive plan for executive officers and employees working in different business divisions and regions.

<sup>&</sup>lt;sup>1</sup> Stock Acquisition Rights No. 34 will be issued as stock options in accordance with Articles 236, 238 and 240 of the Companies Act of Japan.

<sup>&</sup>lt;sup>2</sup> Stock Acquisition Rights No. 35 and Stock Acquisition Rights No. 36 will be issued as stock options in accordance with Articles 236, 238 and 239 of the Companies Act of Japan under the solicitation plan determined by the 105<sup>th</sup> Annual Meeting of Shareholders held on June 25, 2009.

### 3. Number of Stock Acquisition Rights Grants and Grantees

#### Stock Acquisition Rights to be Granted to Directors and Executive Officers of the Company

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	D	Directors and Executive Officers			
Stock	(Excluding Outside Directors)				
Acquisition Rights	Number of Grantees	Number of Stock Acquisition Rights	Shares of Common Stock Under Stock Acquisition Rights		
Stock Acquisition Rights No. 34	13	18,325	1,832,500		

#### Stock Acquisition Rights to be Granted to Employees

	Employees of the Company			Directors, Executive Officers and Employees of the Company's Subsidiaries		
Stock Acquisition Rights	Number of Grantees	Number of Stock Acquisition Rights	Shares of Common Stock Under Stock Acquisition Rights	Number of Grantees	Number of Stock Acquisition Rights	Shares of Common Stock Under Stock Acquisition Rights
Stock Acquisition Rights No. 34	9	3,761	376,100	•	•	•
Stock Acquisition Rights No. 35	•	•	•	98	85,056	8,505,600
Stock Acquisition Rights No. 36	•	•	•	9	28,780	2,878,000

Further, Stock Acquisition Rights No. 34 to be granted to directors, executive officers and employees of the Company are deemed to be remuneration for duties performed, and the granting of these Stock Acquisition Rights is not classified as being under "especially favorable conditions" as prescribed in Article 238-3-1 of the Companies Act of Japan.

The above figures for the number of stock acquisition rights are the projected numbers to be granted. Should the number decrease due to grantees not applying or other reasons, the revised number of Stock Acquisition Rights will be issued.

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		No. 34	No. 35	No. 36	
1.	Grantees	Total of 22 directors,	Total of 98 directors,	Total of 9	
		executive officers and	executive officers	employees of	
		employees of the	and employees of	subsidiaries of the	
		Company	subsidiaries of the	Company	
			Company		
2.	Total Number of				
	Stock Acquisition	22,086	85,056	28,780	
	Rights				
3.	Value of Assets to				
	be Rendered upon				
	the Exercise of				
	Stock Acquisition	One (1) yen			
	Rights, or the				
	Method for				
	Calculating Such				
	Value				
4.	Type and Number	The number of shares under a Stock Acquisition Right shall be 100			
	of Shares Under a	shares of common stock of the Company. Should events separately			
	Stock Acquisition	prescribed by the Company occur, the number of stocks granted			
	Right	under a Stock Acquisition Right will be adjusted according to a			
		method separately pres	cribed by the Company.		
5.	Paid-in Amount for				
	Stock Acquisition	No payment shall be rec	quired for Stock Acquisit	tion Rights.	
	Rights, or the				
	Method for				
	Calculating Such				
	Value				
6.	Period for the				
	Exercise of Stock			May 19, 2013, to	
	Acquisition Rights	May 19, 2012, to May 18, 2017		May 18, 2017	
		· · · · · · · · · · · · · · · · · · ·			
7.	Conditions for the	1. No Stock Acquisition Right may be exercised partially.			
	Exercise of Stock	2. The Optionee must maintain a position as an executive or			
	Acquisition Rights	employee of the Company or a subsidiary of the Company			
		during the period between the granting of the Stock Acquisition			
		Right and the commencement of the Exercise Period. In the			
		event of certain circ	cumstances prescribed	separately (see note	

## Summary of Stock Acquisition Rights

	No. 34	No. 35	No. 36
	employee of the Co 3. There must be no g suggestion or disci	ee shall be deemed to ompany or a subsidiary o grounds for dismissal of plinary procedures at the e Employment Regulation subsidiaries.	of the Company. the Optionee by e time of Exercise in
8. Matters with regard to Capital Stock and Capital Reserve to be Increased in the Event of the Issuance of Shares upon the Exercise of the Stock Acquisition Right	<ul> <li>capital stock, etc.</li> <li>Paragraph 1 of the fraction of less than be rounded up to th</li> <li>Capital Reserve to I Amount of the maximum</li> </ul>	t of the maximum limi calculated in accordan Corporate Calculation F n one yen resulting from ne nearest yen.	nce with Article 17, Regulations, and any a the calculation shall f capital stock, etc.
9. Events for the Acquisition of Stock Acquisition Rights by the Company	agreement in which the Company is to be the extinguished company		
10. Restriction of Acquisition of Stock Acquisition Rights by Assignment	Any assignment of Sto approval by resolution Company.		-
11. Treatment of Stock Acquisition Rights under Organizational Restructuring	The same shall apply as described in 9.		
12. Grant Date of Stock Acquisition Rights	May 18, 2010		
13. Stock Acquisition Rights Certificate	The Company shall certificate.	not issue any Stock	Acquisition Rights



Note: The Optionee allowed by the Company or a subsidiary of the Company satisfies all additional conditions for exercise of Stock Acquisition Rights determined by the Company or subsidiary of the Company, retirement from office on account of the expiration of the Optionee's term of office, retirement due to the attainment of retirement age, retirement due to reaching an employment contract age limit, transfer by order of the Company or a subsidiary of the Company, retirement primarily due to sickness or injuries arising in the conduct of business, discharge for a compelling business reason, or other similar reasons.

#### **Reference Dates**

- 1. Resolution by Board of Directors for submission of the proposal to Annual Meeting of Shareholders was made on May 15, 2009.
- 2. Resolution of 105th Annual Meeting of Shareholders was made on June 25, 2009.

Ends

#### Nomura

Nomura is a leading financial services group and the preeminent Asian-based investment bank with worldwide reach. Nomura provides a broad range of innovative solutions tailored to the specific requirements of individual, institutional, corporate and government clients through an international network in over 30 countries. Based in Tokyo and with regional headquarters in Hong Kong, London, and New York, Nomura employs over 26,000 staff worldwide. Nomura's unique understanding of Asia enables the company to make a difference for clients through five business divisions: retail, wholesale (global markets, investment banking, and other wholesale), and asset management. For further information about Nomura, please visit <u>www.nomura.com</u>.