

363a

| Please | complete | in typescrip |
|----------|-----------|--------------|
| or in bo | old black | capitals. |

Annual Return

CHFP010

Company Number | 1550505

Company Name in full

| Nomura | International plc |
|--------|-------------------|
| | · |

| Date | of this | s return |
|------|---------|----------|
| Dalt | OI UIII | s return |

The information in this return is made up to

| Day | Moi | nth | | Ye | ar | |
|-----|-----|-----|---|----|----|----|
| 1 2 | 0 | 9 | 2 | L° | L° | ول |

Date of next return

If you wish to make your next return to a date earlier than the anniversary of this return please show the date here. Companies House will then send a form at the appropriate time.

| Day | Month | Year |
|-----|-------|---------------|
| L_ | LL | <u>L_L_L_</u> |

Registered Office

Show here the address at the date of this return.

Any change of registered office must be notified on form 287.

Post town

County / Region

UK Postcode

| EC1A 4NP

London

Nomura House, 1 St. Martin's-le-Grand

Principal business activities

Show trade classification code number(s) for the principal activity or activities.

| 6523 | 6512 |
|------|------|
| | |

give a brief description of principal activity.

If the code number cannot be determined,



05/10/2009 **COMPANIES HOUSE**

When you have completed and signed the form please send it to the Registrar of Companies at:

Companies House, Crown Way, Cardiff, CF14 3UZ DX 33050 Cardiff for companies registered in England and Wales or

Companies House, 37 Castle Terrace, Edinburgh, EH1 2EB

for companies registered in Scotland DX ED235 Edinburgh 1 or LP-4 Edinburgh 2

| Register of members If the register of members is not kept at the registered office, state here where it is kept. Post town County / Region | UK Postcode |
|---|---|
| Register of Debenture holders If there is a register of debenture holders, or a duplicate of any such register or part of it, which is not kept at the registered office, state here where it is kept. Post town | |
| County / Region | UK Postcode [|
| Company type | |
| Public limited company | x |
| Private company limited by shares | |
| Private company limited by guarantee without share capital Private company limited by shares exempt under section 30 Private company limited by guarantee exempt under section 30 Private under section 30 Private unlimited company with share capital Private unlimited company without share capital | Please tick the appropriate box |
| Company Secretary | Details of a new company secretary must be notified on form 288a. |
| * Voluntary details. (Please photocopy this area to provide * Style / Title | |
| details of joint secretaries). Forename(s) | Denise Carolyn |
| †† Tick the box if the Surname | Dillon |
| address shown is a service address for the beneficiary of a Confidentiality Order granted under section Address †† | Flat 1, 91c Grosvenor Road |
| 723B of the Companies Act 1985. Post town | London |
| usual residential | |
| address. In the case County / Region of a corporation or Scottish firm, give the | UK Postcode SW1V 3LD |
| registered or principal Country office address. | United Kingdom |

If a partnership give the names and addresses of the partners or the name of the partnership and office address.

| Directors Please list directors | n alphabetical order. | Details of new directors must be notified on form 288a |
|---|--|--|
| * Voluntary details. | Name * Style / Title | |
| In the case of a direct | or | Day Month Year |
| that is a corporation or a Scottish firm, the name is the corporate | Date of birth | |
| or firm name. | Forename(s) | David Laurence |
| | Surname | Benson |
| †† Tick the box if the address shown is a service address for the beneficiary of a | Address †† | Kenbrook, Fitzroy Park, Highgate |
| Confidentiality Order granted under section | | |
| 723B of the Companies Act 1985 | Poet town | London |
| Otherwise, give your | | |
| usual residential address. In the case | County / Region | UK Postcode N6 6HT |
| of a corporation or Scottish firm, give the registered or princip | | United Kingdom Nationality British |
| office address. | Business occupation | Banker |
| | in alphabetical order. | Details of new directors must be notified on form 288a |
| * Voluntary details. | Name * Style / Title | : |
| In the case of a direct that is a corporation o a Scottish firm, the | or | Day Month Year |
| name is the corporate or firm name | Date of birth | |
| | Forename(s) | David Jethro |
| | Surname | Farrant |
| †† Tick the box if the address shown is a service address for the beneficiary of a | Address †† | 27 Hillhouse Drive, Billericay |
| Confidentiality Order | | |
| granted under section 723B of the Companies Act 1985 | Post town | Essex |
| Otherwise, give your usual residential address. In the case | County / Region | UK Postcode CM12 0AZ |
| of a corporation or Scottish firm, give the registered or princip | The state of the s | United Kingdom Nationality British |
| office address. | Business occupation | Banker |

| Directors Please list directors i | n alphabetical order. | Details of new directors must be notified on form 288a |
|--|--|--|
| * Voluntary details. | Name * Style / Title | 1 |
| In the case of a director that is a corporation or | | Day Month Year |
| a Scottish firm, the name is the corporate or firm name. | Date of birth | $\begin{bmatrix} 1 & 3 & 1 & 0 & 1 & 9 & 5 & 3 \\ & & & & & & & & & & & & & & & & &$ |
| | Forename(s) | Masanori |
| AA Tiele Aber been 16 Aber | Surname | Itatani |
| †† Tick the box if the address shown is a service address for | Address ++ | 1-37-23 Fukasawa, Setagaya-Ku |
| the beneficiary of a Confidentiality Order granted under sectio | 1 | |
| 723B of the Companies Act 1985. | Post town | Tokyo 158-0081 |
| Otherwise, give your usual residential address. In the case | County / Region | UK Postcode [|
| of a corporation or Scottish firm, give th registered or principal | | Japan Nationality Japanese |
| office address. | Business occupation | Director |
| Directors Please list directors | n alphabetical order. | Details of new directors must be notified on form 288a |
| * Voluntary details. | Name * Style / Title | <u></u> |
| In the case of a director that is a corporation or | | Day Month Year |
| a Scottish firm, the name is the corporate or firm name | Date of birth | 0 6 0 8 1 9 6 1 |
| | | |
| | Forename(s) | Kenji |
| †† Tick the box if the address shown is a service address for | Forename(s) Surname | |
| | | Kimura |
| the beneficiary of a Confidentiality Order | Surname Address †† | Kimura |
| the beneficiary of a Confidentiality Order granted under sectio 723B of the Companies Act 1985. | Surname Address †† | Kimura 7 St. Regis Heights, Firecrest Drive |
| the beneficiary of a Confidentiality Order granted under sectio 723B of the | Surname Address †† | Kimura 7 St. Regis Heights, Firecrest Drive London |
| the beneficiary of a Confidentiality Order granted under sectio 723B of the Companies Act 1985. Otherwise, give your usual residential | Surname Address †† Post town County / Region Country | 7 St. Regis Heights, Firecrest Drive London UK Postcode NW3 7NE |

| Directors Please list directors i | n alphabetical order. | Details of new directors must be | notified on form 288a |
|---|-----------------------|----------------------------------|------------------------|
| * Voluntary details. | Name * Style / Title | 1 | |
| In the case of a director that is a corporation or | r | Day Month Year | |
| a Scottish firm, the name is the corporate | Date of birth | 1 6 1 1 1 9 3 3 | |
| or firm name. | Forename(s) | Lord Colin | |
| AA Tiels Abe been 18 Abe | Surname | Marshall | |
| †† Tick the box if the address shown is a service address for the beneficiary of a | Address ++ | 21 Montpelier Square | |
| Confidentiality Order granted under section 723B of the | | | <u></u> |
| Companies Act 1985. Otherwise, give your | Post town | London | |
| usual residential address. In the case | County / Region | | UK Postcode SW7 1JR |
| of a corporation or Scottish firm, give the registered or principal | | United Kingdom | Nationality British |
| office address. | Business occupation | Director | |
| Directors Please list directors i | n alphabetical order. | Details of new directors must be | notified on form 288a |
| * Voluntary details. | Name * Style / Title | | |
| In the case of a directo | • | Day Month Year | |
| that is a corporation or a Scottish firm, the name is the corporate or firm name | Date of birth | 3 0 0 7 1 9 5 8 | |
| | Forename(s) | Masafumi | |
| | Surname | Nakada | |
| †† Tick the box if the address shown is a service address for the beneficiary of a | Address ++ | 3-17-21 Inokashira | |
| Confidentiality Order granted under section | 1 | | |
| 723B of the Companies Act 1985. | Post town | Mitaka-shi | |
| Otherwise, give your usual residential address. In the case | County / Region | Tokyo | UK Postcode 181-0001 |
| of a corporation or Scottish firm, give the registered or principal | | Japan | Nationality Japanese |
| office address. | | | |

| Directors | | Details of new directors must be notified on form 288a |
|---|-----------------------|--|
| Please list directors i | n alphabetical order. | |
| * Voluntary details. | Name * Style / Title | 1 |
| In the case of a director that is a corporation or | r | Day Month Year |
| a Scottish firm, the name is the corporate or firm name. | Date of birth | 0 8 1 2 1 9 5 3 |
| or min hame. | Forename(s) | Sadeq |
| †† Tick the box if the | Surname | Sayeed |
| address shown is a service address for the beneficiary of a | Address †† | 16 Phillimore Place |
| Confidentiality Order granted under section 723B of the | | |
| Companies Act 1985. Otherwise, give your | Post town | London |
| usual residential address. In the case | County / Region | UK Postcode W8 7BU |
| of a corporation or Scottish firm, give the registered or principal | • | United Kingdom Nationality British |
| office address. | Business occupation | Banker |
| Directors Please list directors i | n alphabetical order. | Details of new directors must be notified on form 288a |
| * Voluntary details. | Name * Style / Title | 1 |
| In the case of a directo | • | Day Month Year |
| that is a corporation or a Scottish firm, the name is the corporate or firm name | Date of birth | 1 7 1 1 9 6 0 |
| | Forename(s) | Paul |
| †† Tick the box if the | Surname | Spanswick |
| address shown is a service address for the beneficiary of a | Address †† | 30 Mount Park Crescent, Ealing |
| Confidentiality Order granted under section | 1 | |
| 723B of the Companies Act 1985. | Post town | London |
| Otherwise, give your usual residential address. In the case | County / Region | UK Postcode W5 2RR |
| of a corporation or Scottish firm, give the registered or principal | _ | United Kingdom Nationality British |
| office address. | Business occupation | Banker |

| Directors Please list directors i | n alphabetical order. | Details of new directors must be notified on form 288a |
|--|-----------------------|--|
| * Voluntary details. | Name * Style / Title | Sir |
| In the case of a director that is a corporation or | ır | Day Month Year 1 1 0 3 1 9 3 1 |
| a Scottish firm, the name is the corporate or firm name. | Date of birth | |
| | Forename(s) | Sir Peter Ingram |
| †† Tick the box if the address shown is a | 1 | Walters |
| service address for the beneficiary of a Confidentiality Order granted under sectio | | 10 Launceston Place, Kensington |
| 723B of the Companies Act 1985. Otherwise, give your | Poet town | London |
| usual residential address. In the case of a corporation or | County / Region | UK Postcode W8 5RL |
| Scottish firm, give the registered or principal office address. | ıl | United Kingdom Nationality British |
| onice address. | Business occupation | Senior Adviser |
| Directors Please list directors i | n alphabetical order. | Details of new directors must be notified on form 288a |
| * Voluntary details. | Name * Style / Title | |
| In the case of a director that is a corporation or | | Day Month Year |
| a Scottish firm, the name is the corporate or firm name | Date of birth | |
| | Forename(s) | L |
| †† Tick the box if the | Surname | |
| address shown is a service address for the beneficiary of a Confidentiality Order | Address †† | |
| granted under sectio 723B of the Companies Act 1985. | n Paet town | |
| Otherwise, give your usual residential address. In the case | | |
| of a corporation or Scottish firm, give th | | |
| registered or principa | | Nationality [|

| Issue share capital Enter details of all the shares in issue | Class | Number of above | Augusta Naminal | |
|---|--|---|--|--|
| | Class (e.g. Ordinary/Preference) | Number of shares issued | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock) | |
| See attached schedule | | | | |
| | | | | |
| 1 | | I | 1 | |
| <u> </u> | | I | 1 | |
| | Totals | 1 | l | |
| Traded public companies | | | | |
| A traded public company means a company any of whose shares are shares admitted to trading on a regulated market | Please tick this box if you public company at any tir return | ur company was a traded me during the period of this | | |
| List of past and present shareholders | Please tick the appropria | te box below: | in another on paper format | |
| (use attached schedule where appropriate) | | for a private or non-traded | | |
| Private or non-traded public companies are required to provide a "full list" if one was not included with either of the last two returns. | public company is enclosed. Please complete Schedule A. | | | |
| Traded public companies are required to provide a list of shareholders who held at least 5% of the issued shares of any share class if a list was not provided with either of the last two returns. | company is enclosed. Please complete Schedule | | | |
| | A list containing shareho | lder changes is enclosed | | |
| | → For private or non- please complete: | traded public companies, Schedule A | | |
| | → For traded public of complete Schedu | | | |
| | There were no sharehold | ler changes in this period | | |
| Certificate | I certify that the inform knowledge and belief. | ation given in this return is | true to the best of my | |
| Signe | d 29 | Date | 29/9/09 | |
| † Please delete as appropriate. | † (director / secretary) | | | |
| When you have signed the return send it with the fee to the Registrar of Companies Make cheques payable to Companies House. | s. This return inc | cludes 4 (enter number) | continuation sheets. | |
| You do not have to give any contact information in the box opposite but if you do, it will help Companies House to contain | ct Denise Carolyn D | illon | | |
| you if there is a query on the form. The | | St. Martin's-le-Grand | London EC1A 4NP | |
| contact information that you give will be visible to searchers of the public record. | | Tel 020 7521 2432 | , | |
| BLUEPRINT | DX number I | DX exchange I | | |



Issue share capital Schedule to form 363a

| CHFP010 | Company Number | 1550505 | | |
|------------------------------|---|----------------------------------|----------------------------|--|
| | Company Name in full | Nomura Internati | onal plc | |
| | | | | |
| | Currency | Pounds Sterling | | |
| Issue sha | | | | |
| Enter details at the date of | of all the shares in issue f this return. (e. | Class g. Ordinary/Preference) | Number of shares issued | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock) |
| Ordinary | | | 2,362,602,254 | £2,362,602,254.0 |
| 1 | | | | |
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| | | | | . [|
| 1 | | | | I |
| 1 | | | | |
| | | | | |
| L | | | | . L |
| [| | | | |
| | | Totals | 2,362,602,254 | 2,362,602,254.00 |



Issue share capital Schedule to form 363a

| CHFP010 | Company Number | 1550505 | | |
|-------------|----------------------------|----------------------------------|----------------------------|--|
| ı | Company Name in full | Nomura Internati | ional plc | |
| | Currency | Japanese Yen | | |
| Issue share | e capital | | | |
| | of all the shares in issue | Class g. Ordinary/Preference) | Number of shares issued | Aggregate Nominal Value (i.e. Number of shares issued multiplied by nominal value per share, or total amount of stock) |
| | | | | JPY59,566,200,00 |
| Ordinary | | | 238,264,800 | 0.00 |
| L | | | L | |
| <u> </u> | | | L | . <u> </u> |
| | | | L | |
| | | | <u>L</u> | |
| l | | | L I | . [|
| | | | | |
| | | Totals | 238,264,800 | 59,566,200,000.0 0 |



Schedule A for private or non-traded public companies List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

Company Number | 1550505

Company Name in full | Nomura International plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- List joint shareholders consecutively

Do not give shareholder address information

| DO HOL | give shareholder address | simormation | |
|------------------------------------|--|---|--|
| | Shares or amount of stock transferred (if appropriate) | | |
| Shareholder's name only | Class and number of shares or amount of stock held | Class and number of shares or amount of stock transferred | Date of registration of transfer |
| Name Yugo Ishida | £1.00 Ordinary | : | |
| | | | |
| | Shares Held 1 | | |
| Name Nomura Europe Holdings plc | £1.00 Ordinary | | |
| | | | |
| | Shares Held 2,362,602,253 | | |
| Name | | | |
| | | | |
| | | | |



Schedule A for private or non-traded public companies List of past and present shareholders

(Please use a continuation sheet if required)

CHFP010

Company Number | 1550505

Company Name in full Nomura International plc

This must only be completed by private and public limited companies that have not traded on a regulated market

- Changes to shareholders' particulars or details of the amount of stock or shares transferred must be completed each year
- You must provide a "full list" of all the company shareholders on:
 - The company's first annual return following incorporation
 - Every third annual return after a full list has been provided
- List the company shareholders in alphabetical order to provide an index
- > List joint shareholders consecutively

Do not give shareholder address information

| | Do not give shareholder address information | | | | |
|------------------|---|--|---|--|--|
| | | Shares or amount of stock transferred (if appropriate) | | | |
| | Shareholder's name only | Class and number of shares or amount of stock held | Class and number of shares or amount of stock transferred | Date of registration of transfer | |
| Name Nomura | Europe Holdings plc | JPY250.00 Ordinary | | | |
| | | | | | |
| | | Shares Held 238,264,800 | | | |
| Name | | | | , | |
| | | | | | |
| | | | | | |
| | | | | | |
| Name | | | | | |
| | | | | | |
| | | | | · | |