

Nomura International plc

Company No:
1550505

Passed: 17 December 2008

The Companies Act 2006

TUESDAY



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06/01/2009

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COMPANIES HOUSE

At a General Meeting of the above-named Company duly convened and held Nomura House, 1 St Martin's-le-Grand, London, EC1A 4NP, United Kingdom on 17 December 2008 at 10.20 the following Resolutions were duly passed as Ordinary Resolutions.

ORDINARY RESOLUTIONS

1. Increase in Authorised Share Capital

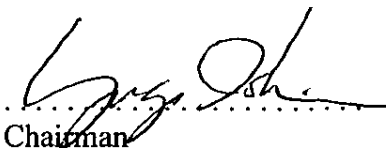
"THAT the capital of the Company be increased from £1,500,000,000 to £2,250,000,000 by the creation of 750,000,000 Ordinary shares of £1.00 each ranking pari passu in all respects with the existing Ordinary shares in the capital of the Company."

2. Authority to Allot and Disapplication of Pre-Emption Provisions

"THAT, subject to the passing of ordinary resolution 1 above,

(a) the directors be and they are hereby generally and unconditionally authorised pursuant to section 80 of the Companies Act 1985 to exercise any power of the Company to allot and grant rights to subscribe for or to convert securities into shares of the Company up to a maximum nominal amount equal to the nominal amount of the authorised but unissued share capital at the date of the passing of this resolution. Provided that the authority hereby given shall expire 5 years after the passing of this resolution unless previously renewed or varied save that the directors may, notwithstanding such expiry, allot any shares or grant any such rights under this authority in pursuance of an offer or agreement so to do made by the Company before the expiry of this authority; and

(b) the directors be hereby empowered to allot or make offers or agreements to allot equity securities pursuant to the authority granted in paragraph (a) of this resolution as if Section 89(1) of the Companies Act 1985 did not apply to any such allotment."


Chairman

17 December 2008
Date