



October 25, 2024

1-26-2, Nishi-Shinjuku, Shinjuku-ku, Tokyo  
Nomura Real Estate Holdings, Inc.  
Representative: Satoshi Arai, President and Representative Director  
(Stock code: 3231, TSE Prime Market)  
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## **Announcement of Stock Split and Partial Amendment to the Articles of Incorporation in Connection with the Stock Split**

Nomura Real Estate Holdings, Inc. (the “Company”) hereby announced that the Company resolved to conduct a stock split and partially amend the Articles of Incorporation in conjunction with the stock split, at the meeting of the Board of Directors held on October 25, 2024 as follows.

### **1. Stock split**

#### (1) Purpose of stock split

By lowering the price per investment unit for the Company’s shares and providing a more accessible investment environment to a greater number of investors, the Company aims to expand its investor base and improve liquidity of the Company’s shares.

#### (2) Overview of stock split

##### i) Method of stock split

The Company shall conduct a stock split at a ratio of five shares for every one share of common stock held by shareholders registered or recorded on the final shareholder register on Monday, March 31, 2025.

##### ii) Number of shares to be increased by stock split

I Total number of outstanding shares before the stock split	183,423,137 shares
II Number of shares to be increased by the stock split	733,692,548 shares
III Total number of outstanding shares after the stock split	917,115,685 shares
IV Total number of shares authorized to be issued after the stock split	2,250,000,000 shares

(Note) I through III above are stated based on the total number of outstanding shares as of September 30, 2024. The numbers may change from those stated, depending on the exercise of share acquisition rights in the period until the record date of the stock split and other factors.

(3) Schedule

I Date of public notice of the record date	Friday, March 14, 2025
II Record date	Monday, March 31, 2025
III Effective date	Tuesday, April 1, 2025

(4) Other

i) Change in the amount of share capital

There will be no change in the amount of share capital at the time of the stock split.

ii) Adjustment of exercise price of share acquisition rights

In accordance with the stock split, the exercise price per share of share acquisition rights issued by the Company will be adjusted as follows effective from April 1, 2025. In addition, the number of shares to be issued upon the exercise of each unexercised share acquisition right will be adjusted from 100 shares to 500 shares.

Share acquisition rights (Date of resolution on issuance)	Exercise price	
	Before adjustment	After adjustment
First series of share acquisition rights in 2017 (June 29, 2017)	¥1	¥1 *
Second series share acquisition right in 2017 (June 29, 2017)	¥1	¥1 *
Third series share acquisition right in 2017 (June 29, 2017)	¥2,400	¥480
First series of share acquisition rights in 2018 (June 26, 2018)	¥1	¥1 *
Second series share acquisition right in 2018 (June 26, 2018)	¥1	¥1 *

(\* ) There will be no adjustment of the exercise price for any of the series.

## 2. Partial amendment to the Articles of Incorporation

(1) Reason for amendment to the Articles of Incorporation

In conjunction with the stock split, the Company will amend the total number of shares authorized to be issued stipulated in Article 6 of its Articles of Incorporation as follows to take effect on Tuesday, April 1, 2025, in accordance with the provisions in Article 184, Paragraph 2 of the Companies Act.

(2) Contents of amendment

(Amendment underlined.)

Current	As Amended
(Total number of authorized shares to be issued) Article 6 The total number of shares authorized to be issued by the Company shall be <u>450,000,000</u> .	(Total number of authorized shares to be issued) Article 6 The total number of shares authorized to be issued by the Company shall be <u>2,250,000,000</u> .

(3) Schedule

I Date of resolution by the Board of Directors	Friday, October 25, 2024
II Effective date	Tuesday, April 1, 2025