

NOKIA CORP  
Form 6-K  
April 29, 2009

**SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 6-K**

**REPORT OF FOREIGN PRIVATE ISSUER  
PURSUANT TO RULE 13a-16 or 15d-16 OF  
THE SECURITIES EXCHANGE ACT OF 1934**

**Report on Form 6-K dated April 29, 2009  
(Commission File No. 1-13202)**

**This Report on Form 6-K shall be incorporated by reference in our automatic shelf registration statement on Form F-3, as filed with the Securities and Exchange Commission on March 25, 2008 (File No. 333-149890), to the extent not superseded by documents or reports subsequently filed by us under the Securities Act of 1933 or the Securities Exchange Act of 1934, in each case as amended.**

**Nokia Corporation**  
(Name of Registrant)

**Keilalahdentie 4  
P.O. Box 226, FI-00045 Nokia Group, Espoo  
Finland**  
(Address of Principal Executive Offices)

Indicate by check mark whether the registrant files or will file annual reports under cover of Form 20-F or Form 40-F:

**Form 20-F:**  **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):

Yes:  No:

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):

Yes:  No:

Indicate by check mark whether the registrant by furnishing the information contained in this form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934.

Yes:  No:

Enclosure: This Report on Form 6-K contains the following exhibits, which are hereby incorporated by reference as Exhibits 1.1, 4.1, 4.2 and 4.3, respectively, to our Registration Statement on Form F-3, Registration No. 333-149890.



| <b>Exhibit<br/>No.</b> | <b>Description</b>                      |
|------------------------|---|
| 1.1                    | Form of Underwriting Agreement.         |
| 4.1                    | Form of Indenture.                      |
| 4.2                    | Form of First Supplemental Indenture.   |
| 4.3                    | Form of Note (included in Exhibit 4.2). |

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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.

**NOKIA CORPORATION**

Date: April 29, 2009

By: /s/ Karim Tähtivuori  
Name: Karim Tähtivuori  
Title: Senior Legal Counsel

By: /s/ Esa Niinimäki  
Name: Esa Niinimäki  
Title: Corporate Legal Counsel