

NOKIA CORP  
Form 6-K  
August 02, 2010

# 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 August 2, 2010**

### **Nokia Corporation**

**Nokia House**

**Keilalahdentie 4**

**02150 Espoo**

**Finland**

(Name and address of registrant's principal executive office)

(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

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Enclosures:

Nokia Press release dated July 6 2010: Renesas Electronics to acquire Nokia's wireless modem business; companies to form strategic business alliance for modem technology development

Nokia Press release dated July 12 2010: Nokia divests MetaCarta Inc while retaining geographic intelligence technology for local search services

Nokia Siemens Networks Press release dated July 19 2010: Nokia Siemens Networks to acquire certain wireless network infrastructure assets of Motorola for USD 1.2 billion

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**PRESS RELEASE**

July 6, 2010

**Renesas Electronics to acquire Nokia's wireless modem business; companies to form strategic business alliance for modem technology development**

Espoo, Finland and Tokyo, Japan Renesas Electronics Corporation, a premier supplier of advanced semiconductor solutions, and Nokia Corporation, the world leader in mobile communications, today announced that they are deepening their collaboration by forming a strategic business alliance to develop modem technologies for HSPA+/LTE (Evolved High-Speed Packet Access / Long-Term Evolution) and its evolution.

As part of this alliance, the companies have entered into an agreement whereby Renesas Electronics is to acquire Nokia's wireless modem business for approximately USD 200 million. The alliance is planned to be enhanced by long-term joint research cooperation on future radio technologies.

The planned transfer of Nokia's wireless modem business enables Renesas Electronics to maximize the value of Nokia's technology assets and engineering expertise in delivering advanced mobile platform solutions to the market by combining them with Renesas Electronics market-proven multimedia processing and RF technologies. Together with Renesas Electronics' robust line-up of application processors, RF transceiver ICs, high power amplifiers, and power management devices, the wireless modem technologies enable Renesas Electronics to deliver a complete mobile platform solution to the market.

The wireless modem business to be transferred to Renesas Electronics includes Nokia's wireless modem technologies for LTE, HSPA and GSM standards, which have been used for billions of handsets in the global market over the years. Further, Nokia transfers Renesas Electronics certain patents related to the transferred technology asset. The planned transfer would also include approximately 1,100 Nokia R&D professionals, the vast majority of whom are located in Finland, India, the UK and Denmark.

The planned transfer is expected to further strengthen Renesas Electronics' position as one of the leading chipset vendors in the 3G and LTE market that is capable of providing one-stop mobile platform solutions, supporting an extensive range of modem protocols from GSM to LTE, and integrating advanced multimedia and computer processing capabilities.

The agreement with Nokia demonstrates our long-standing commitment to shape the future of advanced mobile platforms and will serve as an important step for us to become a leading mobile platform vendor in the global market. Our collaboration with Nokia will enable consumers to enjoy true mobile cloud computing experiences through our advanced high-speed mobile devices, said Yasushi Akao, President of Renesas Electronics Corporation. In line with our ongoing efforts to strengthen our business structure, the transferring wireless modem technology and the innovation power and expertise of Nokia's employees will perfectly complement our core competences and serve as the key driving forces in growing our mobile business in the global market.

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Wireless modems are an integral part of today's chipset solutions, and we believe that Renesas Electronics, as one of the key chipset vendors in the market, is in an ideal position to further develop this offering. The alliance enables us to continue to focus on our own core businesses, connecting people to what matters to them with our mobile products and solutions," says Kai Oistamo, Executive Vice President, Nokia.

Renesas Electronics has licensed the Nokia modem since 2009 and the two companies have been working together to develop an industry-leading HSPA+/LTE platform. "I believe that the integration of the world class Nokia wireless modem into Renesas Electronics' strong multimedia processing and RF capabilities, places Renesas Electronics in a strong position in HSPA+/LTE chipsets," says Oistamo.

In order to implement the planned business transfer, Nokia will start the appropriate personnel consultation process with its personnel representatives according to each applicable jurisdiction's labor law requirements. The transfer is subject to regulatory approvals and other customary closing conditions, and is estimated to take place during the fourth quarter 2010.

#### **About Renesas Electronics Corporation**

Renesas Electronics Corporation (TSE: 6723), the world's number one supplier of microcontrollers, is a premiere supplier of advanced semiconductor solutions including microcontrollers, SoC solutions and a broad-range of analog and power devices. Business operations began as Renesas Electronics in April 2010 through the integration of NEC Electronics Corporation (TSE:6723) and Renesas Technology Corp., with operations spanning research, development, design and manufacturing for a wide range of applications. Headquartered in Japan, Renesas Electronics has subsidiaries in 20 countries worldwide. More information can be found at [www.renesas.com](http://www.renesas.com).

#### **About Nokia**

At Nokia, we are committed to connecting people. We combine advanced technology with personalized services that enable people to stay close to what matters to them. Every day, more than 1.2 billion people connect to one another with a Nokia device - from mobile phones to advanced smartphones and high-performance mobile computers. Today, Nokia is integrating its devices with innovative services through Ovi ([www.ovi.com](http://www.ovi.com)), including music, maps, apps, email and more. Nokia's NAVTEQ is a leader in comprehensive digital mapping and navigation services, while Nokia Siemens Networks provides equipment, services and solutions for communications networks globally.

#### **FORWARD-LOOKING STATEMENTS**

*It should be noted that certain statements herein which are not historical facts are forward-looking statements, including, without limitation, those regarding: A) the timing of the deliveries of our products and services and their combinations; B) our ability to develop, implement and commercialize new technologies, products and services and their combinations; C) expectations regarding market developments and structural changes; D) expectations and targets regarding our industry volumes, market share, prices, net sales and margins of products and services and their combinations; E) expectations and targets regarding our operational priorities and results of operations; F) the outcome of pending and threatened litigation; G) expectations regarding the successful completion of acquisitions or restructurings on a timely basis and our ability to achieve the financial and operational targets set in connection with any such acquisition or restructuring; and H) statements preceded by believe, expect, anticipate, foresee, target, estimate, designed, plans, will or similar expressions. These statements are based on management's best assumptions and beliefs in light of the information currently available to it. Because they involve risks and uncertainties, actual results may differ materially from the results that we currently expect. Factors that could cause these differences include, but are not limited to: 1) the competitiveness and quality of our portfolio of products and services and their combinations; 2) our ability to timely and successfully develop or otherwise acquire the appropriate technologies and commercialize them as new advanced products and services and their combinations, including our ability to attract application developers and content providers to develop applications and provide content for use in our devices; 3) our ability to effectively, timely and profitably adapt our business and operations to the requirements of the converged mobile device market and the services market; 4) the intensity of competition in the various markets where we do business and our ability to maintain or improve our market position or respond successfully to changes in the competitive environment; 5) the occurrence of any actual or even alleged defects or other quality, safety or security issues in our products and services and their combinations; 6) the development of the mobile and fixed communications industry and general economic conditions globally and regionally; 7) our ability to successfully manage costs; 8) exchange rate fluctuations, including, in particular, fluctuations between the euro, which is our reporting currency, and the US dollar, the Japanese yen and the Chinese yuan, as well as certain other currencies; 9) the success, financial condition and performance of our suppliers, collaboration partners and customers; 10) our ability to source sufficient amounts of fully functional components, sub-assemblies, software, applications and content without interruption and at acceptable prices and quality; 11) our success in collaboration arrangements with third parties relating to the development of new technologies, products and services, including applications and content; 12) our ability to manage efficiently our manufacturing and logistics, as well as to ensure the quality, safety, security and timely delivery of our products and services and their combinations; 13) our ability to manage our inventory and timely adapt our supply to meet changing demands for our products; 14) our ability to protect the complex technologies, which we or others develop or that we license, from claims that we have infringed third parties' intellectual property rights, as well as our unrestricted use on commercially acceptable terms of certain technologies in our products and services and their combinations; 15) our ability to protect numerous Nokia, NAVTEQ and Nokia Siemens Networks patented, standardized or proprietary technologies from third-party infringement or actions to invalidate the intellectual property rights of these technologies; 16) the impact of changes in government policies, trade policies, laws or regulations and economic or political turmoil in countries where our assets are located and we do business; 17) any disruption to information*



*technology systems and networks that our operations rely on; 18) our ability to retain, motivate, develop and recruit appropriately skilled employees; 19) unfavorable outcome of litigations; 20) allegations of possible health risks from electromagnetic fields generated by base stations and mobile devices and lawsuits related to them, regardless of merit; 21) our ability to achieve targeted costs reductions and increase profitability in Nokia Siemens Networks and to effectively and timely execute related restructuring measures; 22) developments under large, multi-year contracts or in relation to major customers in the networks infrastructure and related services business; 23) the management of our customer financing exposure, particularly in the networks infrastructure and related services business; 24) whether ongoing or any additional governmental investigations into alleged violations of law by some former employees of Siemens AG ( Siemens ) may involve and affect the carrier-related assets and employees transferred by Siemens to Nokia Siemens Networks; 25) any impairment of Nokia Siemens Networks customer relationships resulting from ongoing or any additional governmental investigations involving the Siemens carrier-related operations transferred to Nokia Siemens Networks; as well as the risk factors specified on pages 11-32 of Nokia's annual report Form 20-F for the year ended December 31, 2009 under Item 3D. Risk Factors. Other unknown or unpredictable factors or underlying assumptions subsequently proving to be incorrect could cause actual results to differ materially from those in the forward-looking statements. Nokia does not undertake any obligation to publicly update or revise forward-looking statements, whether as a result of new information, future events or otherwise, except to the extent legally required.*

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**PRESS RELEASE**

July 12, 2010

**Nokia divests MetaCarta Inc while retaining geographic intelligence technology for local search services**

Espoo, Finland Nokia announced today that it has divested MetaCarta Inc. to Qbase Holdings LLC, a privately held US based company. Nokia will retain MetaCarta's geographic intelligence technology, which it is incorporating in its local search and other services. MetaCarta serves primarily government as well as oil and gas customers. It was acquired by Nokia in April 2010.

**About Nokia**

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**FORWARD-LOOKING STATEMENTS**

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**PRESS RELEASE**

July 19, 2010

**Nokia Siemens Networks to acquire certain wireless network infrastructure assets of Motorola for USD 1.2 billion**

- Transaction expected to significantly strengthen Nokia Siemens Networks' presence globally, particularly in the United States and Japan.
- Nokia Siemens Networks targeting to gain incumbent relationships with more than 50 operators and strengthen relationships with others.
- Acquisition to enhance position of Nokia Siemens Networks in key wireless technologies; will give company large global footprint in CDMA.
- Motorola retains the iDEN business, substantially all the patents related to its wireless network infrastructure business, and other selected assets.
- The companies expect to complete closing activities by the end of 2010.

Espoo, Finland; Schaumburg, Illinois, USA - Nokia Siemens Networks and Motorola, Inc. today jointly announced that the companies have entered into an agreement under which Nokia Siemens Networks will acquire the majority of Motorola's wireless network infrastructure assets for USD 1.2 billion in cash. The companies expect to complete closing activities by the end of 2010, subject to customary closing conditions including regulatory approvals.

This is an exciting acquisition that I believe has significant benefits for customers, employees and our shareholders," said Rajeev Suri, Chief Executive Officer of Nokia Siemens Networks. "Motorola's current customers will continue to get world-class support for their installed base and a clear path for transitioning to next generation technologies while employees will join an industry leader with global scale and reach. Nokia Siemens Networks will see the benefits of a deal that is expected to enhance profitability and cash-flow and to have significant upside potential.

Motorola is very proud of the operational and financial performance of our Networks business and its employees, who will now become a valuable addition to Nokia Siemens Networks. We are excited to have reached this agreement to combine our Networks team with such an industry leader," said Greg Brown, Co-CEO of Motorola. "This is great news for our customers, our investors and our people and will allow us to sharpen our strategic focus on providing mission and business critical solutions for our government, public safety, and enterprise customers.

As part of the transaction, Nokia Siemens Networks expects to gain incumbent relationships with more than 50 operators and to strengthen its position with China Mobile, Clearwire, KDDI, Sprint, Verizon Wireless and Vodafone.

We are pleased to be able to add new relationships with some customers, and reinforce our position with others," said Suri. "I believe the addition of Motorola's Networks business will significantly

strengthen our worldwide presence, enhance our scale in the United States, Japan and other priority regions and reinforce our leadership position in the global wireless sector.

Verizon views today's announcement as good news for the global wireless industry," said Richard J. Lynch, Executive Vice President and Chief Technology Officer of Verizon. "This deal brings together two important Verizon suppliers; we look forward to our continuing work with Nokia Siemens Networks.

Nokia Siemens Networks expects that based on revenue, with the addition of the Motorola wireless network infrastructure business, it will become the #3 wireless infrastructure vendor in the United States, the #1 foreign wireless vendor in Japan, and strengthen its current #2 position in the global infrastructure segment.

Motorola's networks infrastructure business provides products and services for wireless networks, including GSM, CDMA, WCDMA, WiMAX and LTE. This business is a market leader in WiMAX, with 41 contracts in 21 countries; has a strong global footprint in CDMA with 30 active networks in 22 countries; and a robust GSM installed base, with more than 80 active networks in 66 countries; and excellent traction with LTE early adopters.

As customers look to transition from CDMA networks to next generation technologies, the addition of the Motorola wireless network infrastructure business is targeted to ensure that we are well placed to meet those needs," said Bosco Novak, head of Customer Operations at Nokia Siemens Networks. "Together, we will utilize the combined strength of Nokia Siemens Networks' TD-LTE solutions and Motorola's WiMAX and LTE businesses, to better meet customers' evolving technology and business needs.

Approximately 7,500 employees are expected to transfer to Nokia Siemens Networks from Motorola's wireless network infrastructure business when the transaction closes, including large research and development sites in the United States, China and India. Motorola retains the iDEN business, substantially all the patents related to its wireless network infrastructure business and other selected assets.

The companies expect to complete closing activities by the end of 2010 and therefore do not expect the transaction to have any impact on Nokia Siemens Networks' financial performance in 2010.

Nokia Siemens Networks and Motorola also are exploring a global relationship in the public safety arena. This relationship would combine Motorola's leadership in providing solutions to public safety organizations with Nokia Siemens Networks' commercial LTE solutions.

### **Conference Call and Webcast**

Nokia Siemens Networks and Motorola will host a conference call for media beginning at 10:30 a.m. (U.S. Eastern Time) on Monday, July 19. The conference call will be webcast live with audio at [www.motorola.com/investor](http://www.motorola.com/investor).

### **About Nokia Siemens Networks**

Nokia Siemens Networks is a leading global enabler of telecommunications services. With its focus on innovation and sustainability, the company provides a complete portfolio of mobile, fixed and converged network technology, as well as professional services including consultancy and systems integration, deployment, maintenance and managed services. It is one of the largest telecommunications hardware, software and professional services companies in the world. Operating in 150 countries, its headquarters are in Espoo, Finland. [www.nokiasiemensnetworks.com](http://www.nokiasiemensnetworks.com)

Talk about Nokia Siemens Networks news at <http://blogs.nokiasiemensnetworks.com> and find out if your country is exploiting the full potential of connectivity at <http://connectivityscorecard.org>

### **About Motorola**

Motorola is known around the world for innovation in communications and is focused on advancing the way the world connects. From broadband communications infrastructure, enterprise mobility and public safety solutions to mobile and wireline digital communication devices that provide compelling experiences, Motorola is leading the next wave of innovations that enable people, enterprises and governments to be more connected and more mobile. Motorola (NYSE: MOT) had sales of US \$22 billion in 2009. For more information, please visit [www.motorola.com](http://www.motorola.com).

### **FORWARD LOOKING STATEMENTS**

#### **Nokia**

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**Motorola**

*This press release contains forward-looking statements within the meaning of applicable federal securities laws. These statements are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995 and generally include words such as believes, expects, intends, anticipates, estimates, and similar expressions. We can give no assurance that any future results or events discussed in these statements will be achieved. Any forward-looking statements represent our views only as of today and should not be relied upon as representing our views as of any subsequent date. Readers are cautioned that such forward-looking statements are subject to a variety of risks and uncertainties that could cause our actual results to differ materially from the statements contained in this release. Many of these risks and uncertainties cannot be controlled by Motorola and include, but are not limited to: (1) the satisfaction of the conditions to closing, including (a) receipt of regulatory approvals, and (b) the absence of a material adverse effect on the assets being sold by Motorola under the proposed transaction; (2) Nokia Siemens Networks and Motorola having the ability to consummate the transaction; (3) the impact on Motorola's performance and financial results deriving from the benefits from this transaction; and (4) the expected timeline for completing the transaction. A detailed description of other risks and uncertainties affecting Motorola, is contained in Item 1A of Motorola's 2009 Annual Report on Form 10-K and in its other filings with the Securities and Exchange Commission (SEC). These filings are available for free on the SEC's website at [www.sec.gov](http://www.sec.gov) and on Motorola's website at [www.motorola.com](http://www.motorola.com). Motorola undertakes no obligation to publicly update any forward-looking statement or risk factor, whether as a result of new information, future events or otherwise.*

**Media Inquiries**

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant, Nokia Corporation, has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

Date: August 2, 2010

Nokia Corporation

By: /s/ Kaarina Ståhlberg

Name:

Kaarina Ståhlberg

Title:

Assistant General Counsel