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NOKIA CORP  
Form 11-K  
June 29, 2005

As filed with the Securities and Exchange Commission on June 29, 2005  
Registration No. 001-13202

SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

FORM 11-K

ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
for the fiscal year ended December 31, 2004  
OR

TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934  
for the transition period from to

Commission File number: 1-13202

- A. Full title of the plan and the address of the plan, if different from that of the issuer named below:

Nokia Retirement Savings and Investment Plan  
Nokia Holding, Inc.  
6000 Connection Drive  
Irving, Texas 75039

- B. Name of issuer of the securities held pursuant to the plan and the address of its principal executive office:

Nokia Corporation  
Keilalahdentie 4, P.O. Box 226  
FIN-00045 NOKIA GROUP  
Espoo, Finland

Nokia Retirement Savings and Investment Plan

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Nokia Retirement Savings  
and Investment Plan (As  
Amended and Restated 2001)  
Report on Audit of Financial Statements  
As of December 31, 2004 and 2003 and  
For the Year Ended December 31, 2004

Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
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Report of Independent Registered Public Accounting Firm

To the Participants and Administrator  
Nokia Retirement Savings and Investment Plan (As Amended and Restated 2001)

In our opinion, the accompanying statements of net assets available for benefits

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and the related statement of changes in net assets available for benefits present fairly, in all material respects, the net assets available for benefits of the Nokia Retirement Savings and Investment Plan (as Amended and Restated 2001) (the "Plan") at December 31, 2004 and 2003, and the changes in net assets available for benefits for the year ended December 31, 2004 in conformity with accounting principles generally accepted in the United States of America. These financial statements are the responsibility of the Plan's management; our responsibility is to express an opinion on these financial statements based on our audits. We conducted our audits of these statements in accordance with auditing standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

Our audits were conducted for the purpose of forming an opinion on the basic financial statements taken as a whole. The supplemental schedule of assets held at end of year is presented for the purpose of additional analysis and is not a required part of the basic financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. This supplemental schedule is the responsibility of the Plan's management. The supplemental schedule has been subjected to the auditing procedures applied in the audits of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

/s/ PricewaterhouseCoopers LLP

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 Dallas, Texas USA  
 June 27, 2005

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### FINANCIAL STATEMENTS

Nokia Retirement Savings and Investment Plan  
 (As Amended and Restated 2001)  
 Statements of Net Assets Available for Benefits  
 December 31, 2004 and 2003

	2004	2003
	-----	-----
Assets		
Investments, at fair value	387,096,036	\$ 313,439,791
Participant loans	14,252,708	13,483,718
	-----	-----
	401,348,744	326,923,509
	-----	-----
Receivables		
Employer contributions	11,712,774	10,909,112

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Participant contributions	1,632,363	1,400,966
	-----	-----
	13,345,137	12,310,078
	-----	-----
Liabilities		
Accrued expenses	119,366	141,620
	-----	-----
Net assets available for benefits	\$ 414,574,515	\$ 339,091,967
	=====	=====

The accompanying notes are an integral part of these financial statements.

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Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
Statement of Changes in Net Assets Available  
for Benefits For the Year Ended December 31, 2004

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Additions to net assets attributed to		
Investment income		
Net appreciation in fair value of investments	\$ 15,632,815	
Dividend and interest income	3,705,441	
	-----	
		19,338,256
		-----
Contributions:		
Employer	39,608,165	
Participant	42,898,816	
Rollovers	3,544,802	
	-----	
		86,051,783
		-----
Total additions		105,390,039
		-----
Deductions from net assets attributed to		
Benefit payments and withdrawals	(29,405,024)	
Administrative expenses	(502,467)	
	-----	
Total deductions		(29,907,491)
		-----
Net increase		75,482,548
		-----
Net assets available for benefits		
Beginning of year		339,091,967
End of year	\$ 414,574,515	
	=====	

The accompanying notes are an integral part of these financial statements.

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Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
Notes to Financial Statements

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1. Description of Plan

The following description of the Nokia Retirement Savings and Investment Plan (as Amended and Restated 2001) (the "Plan") provides only general information. More complete information regarding items such as eligibility requirements, vesting and benefit provisions may be found in the summary plan description, which has been distributed to all Plan participants, and also in the Plan document, which is available to all Plan participants upon request.

- o The Plan is a defined contribution plan that covers eligible employees of Nokia Inc. (the "Company" or "Nokia"). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974 ("ERISA").
- o The Plan administrator, Nokia, retains responsibility for oversight of the Plan and the Plan's day-to-day administration.
- o Employees are eligible to participate in the Plan after completing one hour of service and attaining age 18; however, individuals identified as interns and cooperatives in the payroll system are not eligible to participate in the Plan.
- o Participant contributions are matched by the Company in cash at the rate of one dollar per dollar up to 6% of the participants' eligible earnings.
- o Each participant's account is credited with the participant's voluntary contributions, the Company's matching and discretionary contributions and Plan earnings.
- o Plan earnings are credited to a participant's account at the rate attributable to the participant's specific account balance on each day the New York Stock Exchange is open for business or any other day selected by the Plan's 401(k) committee.
- o Participants may determine their own investment mix in relation to their particular accounts. Participants have the following core investment options: Nokia Stock Fund, American Express Trust Income Fund III, PIMCo Total Return Fund, Dreyfus Emerging Leaders Fund, AIM (Invesco) Total Return Fund, SSGA S&P 500 Index Fund, Templeton Foreign Fund as well as a mutual fund window comprised of approximately 42 various funds.
- o Participants are able to borrow from their fund accounts a minimum of \$1,000 up to a maximum of the lesser of \$50,000 or 50% of their vested account balance at market interest rates payable under various term

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lengths specified in the loan agreement. The loans, maturing through 2034, are secured by the balance in the participant's account and bear interest at rates that range from 7 percent to 10 percent, which are commensurate with local prevailing rates as determined quarterly by the Plan administrator. Principal and interest is paid ratably through bi-monthly payroll deductions.

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### Nokia Retirement Savings and Investment Plan (As Amended and Restated 2001) Notes to Financial Statements

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- o Participants vest in employer contributions as follows:

Number of Years of Service	Vested Percentage
-----	-----
Less than 1 year	0%
1 full year	25%
2 full years	50%
3 full years	75%
4 or more full years	100%

- o Upon termination of employment for reasons other than disability or death, participants' benefits will be payable as follows (subject to spouses' rights, if any):
  - A participant who was a member of the Plan on December 31, 1988, and the value of whose vested account is more than \$5,000, may elect to have benefits paid in a lump-sum payment or as an immediate or deferred annuity.
  - A participant who became a member of the Plan after December 31, 1988, and the value of whose vested account is more than \$5,000, may elect to have benefits paid in a lump-sum payment or may choose to leave funds in the Plan up to age 70 1/2.
  - A participant who has a vested account balance of \$1,000 or less will automatically be paid in a lump-sum payment.
  - Amounts of Company contributions forfeited by participants are maintained separately by the Plan to pay administration fees and certain investment charges. At December 31, 2004 and 2003, the Plan contained \$448,356 and \$359,097, respectively, as a result of participant forfeitures.

#### 2. Plan Termination

While it has not expressed any intent to do so, the Company may discontinue the Plan at any time subject to the provisions of ERISA. In the event of Plan termination participants will become 100% vested in their accounts.

#### 3. Summary of Significant Accounting Policies

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### Basis of Presentation

The financial statements of the Plan are presented on the accrual basis of accounting, except for benefits paid to participants, which are recorded when paid.

### Investment Valuation and Income Recognition

Investments in securities are valued at quoted market prices on the last business day of the year. Investments in the Nokia Stock Fund are valued at the quoted market prices on the last business day of the year plus cash held in the fund, which approximates fair value. Participant loans are valued at cost, which approximates fair value.

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Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
Notes to Financial Statements

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Purchases and sales of securities are reflected on a trade-date basis. Gain or loss on sales of securities is based on the first-in, first-out method. Dividend income is recorded on the ex-dividend date. Interest income is recognized on the accrual basis.

The Plan presents in the statement of changes in net assets available for benefits the net appreciation (depreciation) in the fair value of its investments which consists of the realized gains and losses and the unrealized appreciation (depreciation) on those investments. Gains and losses on disposition of assets are determined using historical average cost.

### Plan Expenses

Expenses incurred by the Plan for audit fees, certain administration fees and certain investment charges are paid by the Plan. All other operating expenses of the Plan are paid by the Company.

### Use of Estimates

The preparation of financial statements in conformity with accounting principles generally accepted in the United States of America requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and disclosure of contingent assets and liabilities at the date of the financial statements. Estimates also affect the reported amounts of revenues and expenses during the reporting period. Actual results could differ from those estimates.

## 4. Investments

Investments that individually represent 5% or more of the Plan's net assets, at fair value as of December 31, 2004 and 2003.

	2004	2003
	-----	-----
Nokia Stock Fund	\$ 103,805,823	\$ 104,173,701
American Express Trust Income Fund III	57,451,383	50,011,657
PIMCO Fund Total Return	23,642,423	17,118,104
SSGA Funds S&P 500 Index Fund	40,102,332	26,483,087

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Templeton Foreign Fund	21,855,297	-
Dreyfus Emerging Leaders Fund	18,828,406	-

During 2004, the Plan's investments (including investments bought, sold and held during the year) appreciated (depreciated) in value by \$15,632,815 as follows:

Nokia Stock Fund		\$ (7,417,476)
Mutual funds		23,050,291
		-----
		\$ 15,632,815
		=====

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Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
Notes to Financial Statements

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### 5. Tax Status

The Internal Revenue Service has ruled, in a favorable determination letter dated November 22, 2002, that the Plan, as then designed, was in compliance with the applicable requirements of the Internal Revenue Code. The Plan administrator and the Plan's counsel believe that the Plan is currently designed and being operated in compliance with the applicable requirements of the Internal Revenue Code. Therefore, no provision for income taxes has been included in the Plan's financial statements.

Participant contributions take the form of before-tax contributions and are deferred from federal income taxes. The Plan does not allow for voluntary after-tax contributions for employees working in the United States. Voluntary after-tax contributions are permitted with respect to those participants who are working outside the United States on temporary assignments.

### 6. Risks and Uncertainties

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefit.

### 7. Concentration of Credit Risk

Financial instruments which potentially subject the Plan to concentrations of credit risk consist of the Plan's investments and accounts receivable.

At December 31, 2004, approximately 26% of the Plan's assets are invested in the Nokia Stock Fund.



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### 8. Related Party Transactions

The Plan sold approximately \$8,500,000 and \$8,100,000 of the Nokia Stock Fund in 2004 and 2003, respectively. In addition, contributions used to purchase the Nokia Stock Fund by the Plan were approximately \$18,800,000 and \$16,300,000 in 2004 and 2003, respectively. The Nokia Stock Fund is comprised of Nokia American Depository Shares and cash. Shares of Nokia American Depository Shares were bought/sold in the open market at quoted fair market values at the date of purchase/sale.

### 9. Subsequent Events

All assets of the plan are held in the Nokia Retirement Savings and Investment Plan which is administered by Wilmington Trust Company (Wilmington), the plan trustee. Effective April 1, 2005, Fidelity Investments Retirement Services Company became the administrator and Fidelity Management Trust Company became the trustee.

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### SUPPLEMENTAL SCHEDULE

Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
Schedule H, Line 4i - Schedule of Assets Held at End of Year

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Identity of Issuer, Borrower, Lessor or Similar Party	Description of Investment	Current Value
AIM Blue Chip Fund	Mutual fund	\$ 432,62
AIM (Invesco) Energy Fund	Mutual fund	2,717,02
AIM (Invesco) Financial Services Fund	Mutual fund	698,76
AIM (Invesco) Health Sciences Fund	Mutual fund	1,263,47
AIM (Invesco) Technology II Fund	Mutual fund	1,567,45
AIM (Invesco) Utilities Fund	Mutual fund	357,43
AIM (Invesco) Dynamics Fund	Mutual fund	834,79
AIM (Invesco) Small Company Growth	Mutual fund	417,77
AIM (Invesco) Total Return Fund	Mutual fund	14,030,71
American Balanced Fund	Mutual fund	9,537,63
American Century Value Investors Fund	Mutual fund	1,505,62
American Century Income & Growth Investors Fund	Mutual fund	798,71
American EuroPacific Growth Fund	Mutual fund	4,840,00
American Fundamental Investors	Mutual fund	832,60
American Washington Mutual Fund	Mutual fund	2,978,54
American Express Growth Y Fund	Mutual fund	12,554,21
American Express Trust Income Fund III	Mutual fund	57,451,38
Baron Asset Fund	Mutual fund	6,608,63
Baron Growth Fund	Mutual fund	5,042,09
Clearing account	Money market	556,73
Dreyfus Founders Discovery Fund	Mutual fund	644,88
Dreyfus Emerging Leaders Fund	Mutual fund	18,828,40
Federated Growth Strategies Fund	Mutual fund	368,97
Federated Stock Fund	Mutual fund	383,22

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Fidelity Diversified International Fund	Mutual fund	4,774,07
Fidelity Dividend Growth Fund	Mutual fund	8,236,87
Fidelity Value Fund	Mutual fund	4,951,55
Hewitt Service Trust Money Market Fund	Money market	61,22
Growth Fund of America	Mutual fund	4,112,99
Janus Balanced Fund	Mutual fund	2,297,82
Janus Fund	Mutual fund	1,459,24
Janus Small Cap Value Fund	Mutual fund	2,276,76
Janus Overseas Fund	Mutual fund	522,93
Janus Twenty Fund	Mutual fund	2,001,81
Janus Worldwide Fund	Mutual fund	538,59

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Nokia Retirement Savings and Investment Plan  
(As Amended and Restated 2001)  
Schedule H, Line 4i - Schedule of Assets Held at End of Year

Identity of Issuer, Borrower, Lessor or Similar Party	Description Investment	Current Value
MFS Capital Opportunities Fund	Mutual fund	460,935
MFS Massachusetts Growth Investors Fund	Mutual fund	775,089
MFS New Discovery Fund	Mutual fund	425,696
Nokia Stock Fund*	Stock fund	103,805,823
Nueberger Berman Genesis Fund	Mutual fund	8,615,069
PIMCO Total Return Fund	Mutual fund	23,642,423
PIMCO Small Cap Value	Mutual fund	3,133,459
Putnam Europe Growth A Fund	Mutual fund	166,484
Scudder Latin America Fund	Mutual fund	922,816
Scudder High Return	Mutual fund	3,159,029
Sound Shore Fund	Mutual fund	1,248,972
SSGA Emerging Markets A Fund	Mutual fund	1,551,373
SSGA S&P 500 Index Fund	Mutual fund	40,102,332
Templeton Foreign Fund	Mutual fund	21,855,297
Turner Small Cap Growth Fund	Mutual fund	745,572
Participant loans	Interest rates varying between 7% and 10%; maturing through 2034.	14,252,708

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\$ 401,348,744  
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\* Party-in-interest

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## SIGNATURES

The Plan. Pursuant to the requirements of the Securities Exchange Act of 1934, the trustees (or other persons who administer the Plan) have duly caused this Annual Report to be signed on its behalf by the undersigned hereunto duly authorized.

Nokia Retirement Savings and Investment Plan

Date: June 28, 2005

By: /s/ Linda Fontenaux

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Name: Linda Fontenaux

Title: Plan Administrator

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## INDEX TO EXHIBITS

Exhibit No.	Exhibit	Page Number
23	Consent of PricewaterhouseCoopers LLP, Independent Auditors.	12

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