

13FCON P 8/14/02

This form 13F contains securities holdings for which confidential treatment is requested for the quarter ended March 31, 2002.



02070057

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: March 31, 2002

Check here if Amendment []; Amendment Number:
This Amendment (Check only one): [] is a restatement
[] adds new holdings entries

Institutional Investment Manager Filing this Report:

Name: FMR Corp.
Address: 82 Devonshire Street
Boston, MA 02109

13F File Number: 28-451

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Eric D. Roiter
Title: Senior Vice President and General Counsel,
Fidelity Management & Research Company
Phone: 617-563-1742
Signature, Place, and Date of Signing:

Boston, MA

May 15, 2002

Report Type (Check only one.):
[X] 13F HOLDINGS REPORT.

[] 13F NOTICE

[] 13F COMBINATION REPORT

List of other managers reporting for this manager:

NONE

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 5
Form 13F Information Table Entry Total: 131
Form 13F Information Table Value Total: \$3,241,661 (x1000)

List of Other Included Managers:

No.	Form 13F File Number	Name
1	28-450	Fidelity Management & Research Company
2	28-1054	Fidelity Management Trust Company
3	28-5421	Strategic Advisers Incorporated
4	28-6635	Fidelity Investors Management, LLC
5	28-6639	FMR Co., Inc.

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CONFIDENTIAL TREATMENT EXPIRES

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FINANCIAL

NAME OF ISSUER <S>	-TITLE OF CLASS- <C>	--CUSIP-- <C>	VALUE X\$1000 <C>	SHARES/ PRN AMT PRN <C>	SH/ PRN <C>	PUT/ CALL <C>	INVTMT DSCRETN.-MANAGERS <C>	-----VOTING AUTHORITY-----		
								SOLE <C>	SHARED <C>	NONE <C>
AAON INC	COM PAR \$0.004	000360206	4674	172500	SH		DEFINED 1 5	3348	0	169152
AMC ENTMT INC	COM	001669100	1604	117600	SH		DEFINED 1 5	4095	0	113505
AMC ENTMT INC	COM	001669100	3124	229000	SH		DEFINED 2	229000	0	0
AMN HEALTHCARE SERVICES INC	COM	001744101	14730	547600	SH		DEFINED 1 5	313	0	547287
AMN HEALTHCARE SERVICES INC	COM	001744101	5945	221000	SH		DEFINED 2	221000	0	0
AMR CORP	COM	001765106	99023	3749473	SH		DEFINED 1 5	671	0	3748802
AMR CORP	COM	001765106	0	9271	SH		DEFINED 3	9271	0	0
AMR CORP	COM	001765106	5	199	SH		DEFINED 4	199	0	0
ADOBE SYS INC	COM	00724F101	308557	7658414	SH		DEFINED 1 5	59453	0	7598962
ADOBE SYS INC	COM	00724F101	0	5466	SH		DEFINED 3	5466	0	0
ALBEMARLE CORP	COM	012653101	23451	850900	SH		DEFINED 1 5	0	0	850900
ALBEMARLE CORP	COM	012653101	1772	64300	SH		DEFINED 2	64300	0	0
AMBASSADORS GROUP INC	COM	023177108	3220	233850	SH		DEFINED 1 5	43300	0	190550
AMPHENOL CORP NEW	CL A	032095101	53908	1151870	SH		DEFINED 1 5	0	0	1151870
ANALOG DEVICES INC	COM	032654105	316974	7037620	SH		DEFINED 1 5	73272	0	6964348
ANALOG DEVICES INC	COM	032654105	35435	786743	SH		DEFINED 2	720829	0	65914
ANALOG DEVICES INC	COM	032654105	0	7200	SH		DEFINED 3	7200	0	0
ANALOG DEVICES INC	COM	032654105	2	50	SH		DEFINED 4	50	0	0
APPLIED INNOVATION INC	COM	037916103	1270	290600	SH		DEFINED 1 5	0	0	290600
ASTEC INDS INC	COM	046224101	9309	529820	SH		DEFINED 1 5	9129	0	520691
ASTEC INDS INC	COM	046224101	4094	233000	SH		DEFINED 2	233000	0	0
BANKATLANTIC BANCORP	CL A	065908501	18968	1459080	SH		DEFINED 1 5	39785	0	1419295
BANKATLANTIC BANCORP	CL A	065908501	11960	920000	SH		DEFINED 2	920000	0	0
BE SEMICONDUCTOR INDS N V	NY REGISTRY SHS	073320103	3350	443700	SH		DEFINED 1 5	0	0	443700
CASCADE CORP	COM	147195101	5841	414280	SH		DEFINED 1 5	0	0	414280
CATO CORP NEW	CL A	149205106	8676	389400	SH		DEFINED 1 5	0	0	389400
CATO CORP NEW	CL A	149205106	310	13900	SH		DEFINED 2	13900	0	0
CHILDRENS PL RETAIL STORES I	COM	168905107	15124	458300	SH		DEFINED 1 5	0	0	458300
CYTEC INDS INC	COM	232820100	20454	672400	SH		DEFINED 1 5	0	0	672400
CYTEC INDS INC	COM	232820100	2615	85970	SH		DEFINED 2	84059	0	1911
CYTEC INDS INC	COM	232820100	0	16400	SH		DEFINED 3	16400	0	0
DANKA BUSINESS SYS PLC	SPONSORED ADR	236277109	7548	1965600	SH		DEFINED 1 5	0	0	1965600
DEPARTMENT 56 INC	COM	249509100	7384	527400	SH		DEFINED 1 5	0	0	527400
ECHO BAY MINES LTD	COM	278751102	2785	3000000	SH		DEFINED 1 5	0	0	3000000
ELAN PLC	ADR	284131208	175623	12625706	SH		DEFINED 1 5	19827	0	12605879
ELAN PLC	ADR	284131208	4746	341206	SH		DEFINED 4	341206	0	0
ENESCO GROUP INC	COM	292973104	2592	375600	SH		DEFINED 1 5	0	0	375600
FINISAR	COM	31787A101	25218	3275020	SH		DEFINED 1 5	23645	0	3251375
FIRSTENERGY CORP	COM	337932107	211593	6118945	SH		DEFINED 1 5	63810	0	6055135
FIRSTENERGY CORP	COM	337932107	1023	29591	SH		DEFINED 2	28073	0	1518
FIRSTENERGY CORP	COM	337932107	0	58000	SH		DEFINED 3	58000	0	0
FIRSTENERGY CORP	COM	337932107	415	12000	SH		DEFINED 4	12000	0	0
FORRESTER RESH INC	COM	346563109	18481	967575	SH		DEFINED 1 5	27255	0	940320
GATEWAY INC	COM	367626108	54395	8606810	SH		DEFINED 1 5	126513	0	8480297
GATEWAY INC	COM	367626108	47	7472	SH		DEFINED 2	7472	0	0
GREENPOINT FINL CORP	COM	395384100	75872	1736200	SH		DEFINED 1 5	0	0	1736200
HANGER ORTHOPEDIC GROUP INC	COM NEW	41043F208	8296	801600	SH		DEFINED 1 5	134891	0	666709
HERCULES INC	COM	427056106	22560	1695000	SH		DEFINED 1 5	0	0	1695000
HERCULES INC	COM	427056106	1945	146102	SH		DEFINED 2	146102	0	0
HERCULES INC	COM	427056106	4	300	SH		DEFINED 4	300	0	0
HI / FN INC	COM	428358105	4061	344159	SH		DEFINED 1 5	0	0	344159
HOLLYWOOD ENTMT CORP	COM	436141105	49879	2969000	SH		DEFINED 1 5	0	0	2969000
IMPATH INC	COM	45255G101	16354	398500	SH		DEFINED 1 5	398500	0	0

IMMUNOMEDICS INC	COM	452907108	36972	1950000	SH	DEFINED 1	5	0	0	1950000
INTEGRATED DEFENSE TECHNOLOG	COM	45819B101	5647	203500	SH	DEFINED 1	5	0	0	203500
INTEGRATED DEFENSE TECHNOLOG	COM	45819B101	17	600	SH	DEFINED 2		600	0	0
ISHARES TR	RUSSELL MCP VL	464287473	2612	31300	SH	DEFINED 2		31300	0	0
K-SWISS INC	CL A	482686102	6213	148000	SH	DEFINED 1	5	28221	0	119779
K-SWISS INC	CL A	482686102	2922	69600	SH	DEFINED 2		69600	0	0
KANSAS CITY SOUTHN INDS INC	COM NEW	485170302	34386	2157200	SH	DEFINED 1	5	230258	0	1926942
MCSI INC	COM	55270M108	14822	1244450	SH	DEFINED 1	5	0	0	1244450
MAIL-WELL INC	COM	560321200	8096	1289100	SH	DEFINED 1	5	167000	0	1122100
MAPINFO CORP	COM	565105103	4750	475005	SH	DEFINED 1	5	72576	0	402429
MESABA HLDGS INC	COM	59066B102	6736	757625	SH	DEFINED 1	5	0	0	757625
MOCON INC	COM	607494101	1053	103300	SH	DEFINED 1	5	0	0	103300
MODTECH HLDGS INC	COM	60783C100	3074	281000	SH	DEFINED 1	5	0	0	281000
NPS PHARMACEUTICALS INC	COM	62936P103	30346	930000	SH	DEFINED 1	5	0	0	930000
NPS PHARMACEUTICALS INC	COM	62936P103	1158	35500	SH	DEFINED 2		30092	0	5408
NORTHWEST PIPE CO	COM	667746101	1804	117870	SH	DEFINED 1	5	0	0	117870
OREGON STL MLS INC	COM	686079104	3536	465200	SH	DEFINED 1	5	0	0	465200
OWENS ILL INC	COM NEW	690768403	95590	5622960	SH	DEFINED 1	5	23331	0	5599629
OWENS ILL INC	COM NEW	690768403	39265	2309700	SH	DEFINED 2		2286328	0	23372
PACTIV CORP	COM	695257105	39944	1995200	SH	DEFINED 1	5	60955	0	1934245
PACTIV CORP	COM	695257105	13136	656164	SH	DEFINED 2		638610	0	17554
PACTIV CORP	COM	695257105	0	25481	SH	DEFINED 3		25481	0	0
PACTIV CORP	COM	695257105	14	719	SH	DEFINED 4		719	0	0
PERKINELMER INC	COM	714046109	80999	4378350	SH	DEFINED 1	5	0	0	4378350
PERKINELMER INC	COM	714046109	147	7933	SH	DEFINED 4		7933	0	0
PETSMART INC	COM	716768106	61865	4562299	SH	DEFINED 1	5	111482	0	4450817
PETSMART INC	COM	716768106	715	52700	SH	DEFINED 2		52700	0	0
PRECISION CASTPARTS CORP	COM	740189105	55945	1579930	SH	DEFINED 1	5	0	0	1579930
PRECISION CASTPARTS CORP	COM	740189105	3954	111660	SH	DEFINED 2		90901	0	20759
QUEST SOFTWARE INC	COM	74834T103	41449	2743136	SH	DEFINED 1	5	192690	0	2550446
QUEST SOFTWARE INC	COM	74834T103	273	18100	SH	DEFINED 2		0	0	18100
RWD TECHNOLOGIES INC	COM	74975B101	1211	300589	SH	DEFINED 1	5	0	0	300589
RED HAT INC	COM	756577102	32767	5739567	SH	DEFINED 1	5	97870	0	5641697
RED HAT INC	COM	756577102	518	90800	SH	DEFINED 2		83532	0	7268
RESTORATION HARDWARE INC DEL	COM	760981100	4879	390305	SH	DEFINED 1	5	146373	0	243932
RESPIRONICS INC	COM	761230101	24076	743100	SH	DEFINED 1	5	39109	0	703991
RESPIRONICS INC	COM	761230101	2634	81300	SH	DEFINED 2		79600	0	1700
REYNOLDS & REYNOLDS CO	CL A	761695105	43323	1444090	SH	DEFINED 1	5	275	0	1443815
REYNOLDS & REYNOLDS CO	CL A	761695105	4449	148300	SH	DEFINED 2		148300	0	0
REYNOLDS & REYNOLDS CO	CL A	761695105	15	500	SH	DEFINED 4		500	0	0
ST JUDE MED INC	COM	790849103	137315	1779840	SH	DEFINED 1	5	25026	0	1754814
ST JUDE MED INC	COM	790849103	14679	190267	SH	DEFINED 2		173949	0	16318
ST JUDE MED INC	COM	790849103	8	100	SH	DEFINED 4		100	0	0
SAKS INC	COM	79377W108	30993	2358860	SH	DEFINED 1	5	184038	0	2172822
SAKS INC	COM	79377W108	7753	589530	SH	DEFINED 2		578402	0	11128
SALIX PHARMACEUTICALS INC	COM	795435106	9866	562800	SH	DEFINED 1	5	0	0	562800
SALIX PHARMACEUTICALS INC	COM	795435106	1932	110200	SH	DEFINED 2		110200	0	0
SEALED AIR CORP NEW	COM	81211K100	85637	1818960	SH	DEFINED 1	5	0	0	1818960
SEALED AIR CORP NEW	COM	81211K100	6	131	SH	DEFINED 2		117	0	14
SEALED AIR CORP NEW	COM	81211K100	25	525	SH	DEFINED 4		525	0	0
SELECT MEDICAL CORP	COM	816196109	15478	966800	SH	DEFINED 1	5	966800	0	0
SERENA SOFTWARE INC	COM	817492101	18545	951037	SH	DEFINED 1	5	0	0	951037
SOURCE INFORMATION MGMT CO	COM NEW	836151209	1508	286600	SH	DEFINED 1	5	0	0	286600
SOVEREIGN BANCORP INC	COM	845905108	71819	5111677	SH	DEFINED 1	5	50288	0	5061389
SOVEREIGN BANCORP INC	COM	845905108	0	26233	SH	DEFINED 3		26233	0	0
SPHERION CORP	COM	848420105	12893	1166800	SH	DEFINED 1	5	0	0	1166800
SPINNAKER EXPL CO	COM	84855W109	17372	416100	SH	DEFINED 1	5	9262	0	406838
SPINNAKER EXPL CO	COM	84855W109	1870	44900	SH	DEFINED 2		44900	0	0

STEEL DYNAMICS INC	COM	858119100	14400	877509 SH	DEFINED 1	5	0	877509
STILWELL FINL INC	COM	860831106	80501	3287100 SH	DEFINED 1	5	12513	0 3274587
STILWELL FINL INC	COM	860831106	3708	151404 SH	DEFINED 2	0	150455	0 949
SUMMA INDS	COM	865621105	629	69500 SH	DEFINED 1	5	0	0 69500
TALX CORP	COM	874918105	5442	340400 SH	DEFINED 1	5	11829	0 328571
TERAYON COMMUNICATION SYS	COM	880775101	14931	1760700 SH	DEFINED 1	5	0	0 1760700
TETRA TECH INC NEW	COM	88162G103	12655	885600 SH	DEFINED 1	5	0	0 885600
TIMBERLINE SOFTWARE CORP	COM	887134104	1099	154792 SH	DEFINED 1	5	0	0 154792
TRIGON HEALTHCARE INC	COM	896181100	12439	168500 SH	DEFINED 1	5	6472	0 162028
TRIGON HEALTHCARE INC	COM	896181100	22895	310140 SH	DEFINED 2	0	283741	0 26399
TRIGON HEALTHCARE INC	COM	896181100	0	8400 SH	DEFINED 3	0	8400	0 0
TROPICAL SPORTSWEAR INTL COR	COM	89708P102	4147	172800 SH	DEFINED 1	5	6600	0 166200
UCBH HOLDINGS INC	COM	90262T308	5393	149900 SH	DEFINED 1	5	0	0 149900
UCBH HOLDINGS INC	COM	90262T308	8049	223700 SH	DEFINED 2	0	223700	0 0
UNIBANCO-UNIAO DE BANCOS BRA	GDR	90458E107	17738	725460 SH	DEFINED 1	5	10821	0 714639
UNIBANCO-UNIAO DE BANCOS BRA	GDR	90458E107	2479	101400 SH	DEFINED 2	0	101400	0 0
VARIAN MED SYS INC	COM	92220P105	186134	4550960 SH	DEFINED 1	5	37813	0 4513147
VARIAN MED SYS INC	COM	92220P105	27869	681400 SH	DEFINED 2	0	666447	0 14953
VITRIA TECHNOLOGY	COM	92849Q104	8791	2225700 SH	DEFINED 1	5	0	0 2225700
WILSONS THE LEATHER EXPERTS	COM	972463103	8135	680200 SH	DEFINED 1	5	0	0 680200