

13FCON P 11/14/03

This form 13F contains securities holdings for which confidential treatment is requested for the quarter ended June 30, 2003.



03044241

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

FORM 13F

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: June 30, 2003

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

August 14, 2003

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: 122
Form 13F Information Table Value Total: \$3,443,848 (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
5	28-6639	FMR Co., Inc.
6	28-10386	Geode Capital Management, LLC

CONFIDENTIAL INVESTMENT EXPIRED

RECEIVED

AUG 15 2003

OFFICE OF THE SECRETARY

REC'D S.E.C.

AUG 15 2003

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THOMSON
FINANCIAL

CONFIDENTIAL TREATMENT
NON-PUBLIC FORM 13F

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<TABLE>
<CAPTION>

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE XS1000	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVTMT DSCRETN.	-MANAGERS	-----VOTING AUTHORITY----- SOLE SHARED NONE <C> <C> <C>
ATMI INC	COM	00207R101	11029	441693	SH		DEFINED 1 5		0 0 441693
ATMI INC	COM	00207R101	4545	182000	SH		DEFINED 2		181305 0 695
ACTION PERFORMANCE COS INC	COM	004933107	8092	425900	SH		DEFINED 1 5		0 0 425900
ACTUATE CORP	COM	00508B102	11650	4190568	SH		DEFINED 1 5		0 0 4190568
ACTUATE CORP	COM	00508B102	249	89600	SH		DEFINED 6		89600 0 0
AETNA INC NEW	COM	00817Y108	256106	4254239	SH		DEFINED 1 5		401053 0 3853186
AETNA INC NEW	COM	00817Y108	17596	292296	SH		DEFINED 2		256937 0 35359
AETNA INC NEW	COM	00817Y108	331	5500	SH		DEFINED 6		5500 0 0
ARNET SYS INC	COM	009417106	1578	398800	SH		DEFINED 1 5		0 0 398800
ALTIRIS INC	COM	02148M100	20892	1042012	SH		DEFINED 1 5		0 0 1042012
AMBAC FINL GROUP INC	COM	023139108	139741	2109296	SH		DEFINED 1 5		3656 0 2105640
AMBAC FINL GROUP INC	COM	023139108	26003	392501	SH		DEFINED 2		361419 0 31082
AMBAC FINL GROUP INC	COM	023139108	1	20	SH		DEFINED 3		0 0 20
ARCH COAL INC	COM	039380100	46535	2025034	SH		DEFINED 1 5		40195 0 1984839
ARCH COAL INC	COM	039380100	1117	48600	SH		DEFINED 2		48600 0 0
BISYS GROUP INC	COM	055472104	73229	3986303	SH		DEFINED 1 5		56919 0 3929384
BISYS GROUP INC	COM	055472104	2643	143897	SH		DEFINED 2		121397 0 22499
CIT GROUP INC	COM	125581108	172667	7004766	SH		DEFINED 1 5		16192 0 6988574
CIT GROUP INC	COM	125581108	11177	453440	SH		DEFINED 2		442140 0 11300
CABOT MICROELECTRONICS CORP	COM	12709P103	29964	593683	SH		DEFINED 1 5		0 0 593683
CENTRAL PKG CORP	COM	154785109	17450	1411825	SH		DEFINED 1 5		0 0 1411825
CENTRAL PKG CORP	COM	154785109	1721	139200	SH		DEFINED 2		139200 0 0
CIRCUIT CITY STORE INC	COM	172737108	29274	3326630	SH		DEFINED 1 5		0 0 3326630
CIRCUIT CITY STORE INC	COM	172737108	6789	771479	SH		DEFINED 2		764050 0 7429
CONCUR TECHNOLOGIES INC	COM	206708109	14175	1407622	SH		DEFINED 1 5		0 0 1407622
CONCUR TECHNOLOGIES INC	COM	206708109	1310	130100	SH		DEFINED 2		130100 0 0
CONCUR TECHNOLOGIES INC	COM	206708109	504	50000	SH		DEFINED 6		50000 0 0
COTT CORP QUE	COM	22163N106	23970	1159200	SH		DEFINED 1 5		0 0 1159200
CREDENCE SYS CORP	COM	225302108	15131	1786401	SH		DEFINED 1 5		0 0 1786401
CROWN CASTLE INTL CORP	COM	228227104	25312	3252217	SH		DEFINED 1 5		0 0 3252217
DIAL CORP NEW	COM	25247D101	40785	2096918	SH		DEFINED 1 5		55905 0 2041013
DIAL CORP NEW	COM	25247D101	3506	180233	SH		DEFINED 2		158679 0 21554
DIAL CORP NEW	COM	25247D101	174	8942	SH		DEFINED 6		8942 0 0
DOUBLECLICK INC	COM	258609304	41322	4467304	SH		DEFINED 1 5		652 0 4466652
DOUBLECLICK INC	COM	258609304	23256	2514203	SH		DEFINED 2		2514203 0 0
DYNAMICS RESH CORP	COM	268057106	199	13006	SH		DEFINED 1 5		4388 0 8618
DYNAMICS RESH CORP	COM	268057106	6463	422969	SH		DEFINED 2		422969 0 0
EAST WEST BANCORP INC	COM	27579R104	12505	346093	SH		DEFINED 1 5		31840 0 314253
EAST WEST BANCORP INC	COM	27579R104	7152	197900	SH		DEFINED 2		197900 0 0
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M102	107831	5645599	SH		DEFINED 1 5		65816 0 5579783
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M102	12900	675390	SH		DEFINED 2		675390 0 0
ESPERION THERAPEUTICS INC	COM	29664R106	7325	373899	SH		DEFINED 1 5		0 0 373899
ESPERION THERAPEUTICS INC	COM	29664R106	247	12600	SH		DEFINED 2		12600 0 0
F M C CORP	COM NEW	302491303	28066	1240208	SH		DEFINED 1 5		20107 0 1220101
FAIRFAX FINL HLDGS LTD	SUB VTG	303901102	66436	433000	SH		DEFINED 1 5		433000 0 0
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	35550	1018635	SH		DEFINED 1 5		90323 0 928311
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	3635	104162	SH		DEFINED 2		104162 0 0
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	149	4274	SH		DEFINED 6		4274 0 0
GATX CORP	COM	361448103	10073	616100	SH		DEFINED 1 5		0 0 616100
GATX CORP	COM	361448103	1466	89700	SH		DEFINED 2		76559 0 13141
GATX CORP	COM	361448103	85	5200	SH		DEFINED 6		5200 0 0
GENENTECH INC	COM NEW	368710406	875549	12140163	SH		DEFINED 1 5		379268 0 11760895
GENENTECH INC	COM NEW	368710406	34082	472579	SH		DEFINED 2		435408 0 37171

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HANDSPRING INC	COM	410293104	5882	5204778	SH	DEFINED 1	5	0	5204778
HARBOR FLA BANCSHARES INC	COM	411901101	1795	74930	SH	DEFINED 1	5	17694	0
HARBOR FLA BANCSHARES INC	COM	411901101	7717	322100	SH	DEFINED 2	1	322100	0
HI / FN INC	COM	428358105	1661	186406	SH	DEFINED 1	5	0	186406
HI / FN INC	COM	428358105	472	53000	SH	DEFINED 6	0	53000	0
HUMANA INC	COM	444859102	29573	1958504	SH	DEFINED 1	5	1592	0
HUMANA INC	COM	444859102	21255	1407632	SH	DEFINED 2	0	1383343	0
HUMANA INC	COM	444859102	1	50	SH	DEFINED 3	0	50	0
ITT INDS INC IND	COM	450911102	133490	2039263	SH	DEFINED 1	5	155	0
ITT INDS INC IND	COM	450911102	10200	155815	SH	DEFINED 2	0	148191	0
ICON PUB LTD CO	SPONSORED ADR	451031107	6169	193874	SH	DEFINED 1	5	0	193874
INTEGRATED CIRCUIT SYS INC	COM	45811K208	49681	1580680	SH	DEFINED 1	5	6231	0
INTEGRATED CIRCUIT SYS INC	COM	45811K208	723	23000	SH	DEFINED 2	0	23000	0
JOY GLOBAL INC	COM	481165108	11017	745911	SH	DEFINED 1	5	0	745911
LEXAR MEDIA INC	COM	52886P104	13334	1397739	SH	DEFINED 1	5	0	1397739
LIBBEY INC	COM	52886P104	738	77293	SH	DEFINED 2	0	77293	0
LIBBEY INC	COM	529898108	4118	181400	SH	DEFINED 1	5	8762	0
MANDALAY RESORT GROUP	COM	529898108	304	13400	SH	DEFINED 6	0	13400	0
MANDALAY RESORT GROUP	COM	562567107	49675	1559556	SH	DEFINED 1	5	7620	0
MATRIA HEALTHCARE INC	COM NEW	562567107	3223	101200	SH	DEFINED 2	0	87873	0
MATRIA HEALTHCARE INC	COM NEW	576817209	3885	220081	SH	DEFINED 1	5	41096	0
MIDAS GROUP INC	COM	595626102	5844	331100	SH	DEFINED 2	0	331100	0
MONDAVI ROBERT CORP	CL A	609200100	4145	342031	SH	DEFINED 1	5	12975	0
NARA BANCORP INC	COM	63080P105	4582	181016	SH	DEFINED 1	5	2086	0
NETSCOUT SYS INC	COM	64115N104	5962	313791	SH	DEFINED 1	5	76106	0
OPTICAL CABLE CORP	COM NEW	683827208	1011	144742	SH	DEFINED 1	5	0	144742
PALM INC	COM NEW	696642206	12825	788574	SH	DEFINED 1	5	0	788574
PALM INC	COM NEW	696642206	2050	126000	SH	DEFINED 2	0	122300	0
PEABODY ENERGY CORP	COM	704549104	50064	1490445	SH	DEFINED 1	5	0	1490445
PEABODY ENERGY CORP	COM	704549104	3283	97750	SH	DEFINED 2	0	94052	0
PIXAR	COM	725811103	70158	1153162	SH	DEFINED 1	5	986	0
PIXAR	COM	725811103	2321	38160	SH	DEFINED 2	0	16088	0
PRICE LEGACY CORP	COM	74144P106	3996	1065613	SH	DEFINED 1	5	0	1065613
PRIORITY HEALTHCARE CORP	CL B	742647102	23414	1262185	SH	DEFINED 1	5	105750	0
PRIORITY HEALTHCARE CORP	CL B	742647102	655	35300	SH	DEFINED 2	0	35300	0
RANGE RES CORP	COM	75281A109	5906	941958	SH	DEFINED 1	5	0	941958
REEBOK INTL LTD	COM	758110100	45139	1342225	SH	DEFINED 1	5	106	0
REEBOK INTL LTD	COM	758110100	5652	168054	SH	DEFINED 2	0	168054	0
ROBERT HALP INTL INC	COM	770323103	55237	2916412	SH	DEFINED 1	5	15353	0
SI INTL INC	COM	78427V102	1670	127500	SH	DEFINED 1	5	0	127500
SCHEIN HENRY INC	COM	806407102	39327	751379	SH	DEFINED 1	5	47591	0
SCHEIN HENRY INC	COM	806407102	10216	195200	SH	DEFINED 2	0	195200	0
SCIENTIFIC ATLANTA INC	COM	808655104	159686	6698231	SH	DEFINED 1	5	368	0
SCIENTIFIC ATLANTA INC	COM	808655104	2369	99383	SH	DEFINED 2	0	98306	0
SCIENTIFIC ATLANTA INC	COM	808655104	134	5600	SH	DEFINED 6	0	5600	0
SELECT COMFORT CORP	COM	81616X103	12946	790332	SH	DEFINED 1	5	0	790332
SIERRA PAC RES NEW	COM	81616X103	5140	313800	SH	DEFINED 2	0	313800	0
SIERRA PAC RES NEW	COM	826428104	31057	5228447	SH	DEFINED 1	5	278233	0
SOMERA COMMUNICATION	COM	834458101	7925	1334200	SH	DEFINED 2	0	1334200	0
SOTHEBYS HLDS INC	COM	834458101	1800	1232938	SH	DEFINED 1	5	0	1232938
SOTHEBYS HLDS INC	CL A	835898107	9910	1331900	SH	DEFINED 1	5	0	1331900
SOTHEBYS HLDS INC	CL A	835898107	1197	160900	SH	DEFINED 2	0	160900	0
SYLVAN LEARNING SYS INC	COM	871399101	33711	1475959	SH	DEFINED 1	5	0	1475959
SYLVAN LEARNING SYS INC	COM	871399101	5715	250200	SH	DEFINED 2	0	250200	0
TANOX INC	COM	875880109	26653	1598347	SH	DEFINED 1	5	0	1598347
TEXAS INDS INC	COM	882491103	19403	815230	SH	DEFINED 1	5	22235	0
THORATEC CORP	COM NEW	885175307	19673	1320346	SH	DEFINED 1	5	0	1320346

TIER TECHNOLOGIES INC	CL B	886500100	2209	285064 SH	DEFINED 1 5	0	0	285064
TRIDENT MICROSYSTEMS INC	COM	895919108	2208	242641 SH	DEFINED 1 5	0	0	242641
UNITED ONLINE INC	COM	911268100	27504	1085406 SH	DEFINED 1 5	156	0	1085250
UNITED ONLINE INC	COM	911268100	8916	351853 SH	DEFINED 2	349494	0	2359
VISTACARE INC	CL A	92839Y109	19061	784082 SH	DEFINED 1 5	0	0	784082
VISX INC DEL	COM	92844S105	35797	2063270 SH	DEFINED 1 5	0	0	2063270
WEST MARINE INC	COM	954235107	4041	230928 SH	DEFINED 1 5	2805	0	228123
WEST MARINE INC	COM	954235107	380	21700 SH	DEFINED 2	21700	0	0
WESTELL TECHNOLOGIES INC	CL A	957541105	3039	351361 SH	DEFINED 1 5	0	0	351361
WESTELL TECHNOLOGIES INC	CL A	957541105	3710	428900 SH	DEFINED 2	428900	0	0
XETA TECHNOLOGIES INC	COM	983909102	635	166200 SH	DEFINED 1 5	0	0	166200

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