

13FCON P 8/14/03

This form 13F contains securities holdings for which confidential treatment is requested for the quarter ended March 31, 2003.

NON-PUBLIC

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, 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.

CONFIDENTIAL TREATMENT EXPIRES



03044266

Person Signing this Report on Behalf of Reporting Manager:

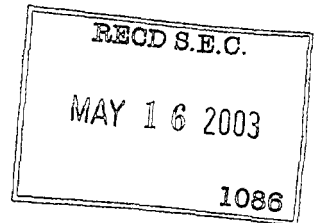
Name: Eric D. Roiter
Title: Senior Vice President and General Counsel,
Fidelity Management & Research Company
Phone: 617-563-1742

Signature, Place, and Date of Signing:

Eric D. Roiter

Boston, MA

May 15, 2003



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

PROCESSED

AUG 19 2004

THOMSON
FINANCIAL

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: 74
Form 13F Information Table Value Total: \$2,025,427 (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

<TABLE>
<CAPTION>

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE	SHARES/ SH/ PUT/ INVSTMT	SH/ SHARED	SOLE	-----VOTING AUTHORITY-----
<S>	<C>	<C>	X\$1000	PRN AMT PRN CALL	<C>	<C>	NONE
A C MOORE ARTS & CRAFTS INC	COM	000867103	10986	794401 SH	0	0	794401
A C MOORE ARTS & CRAFTS INC	COM	000867103	539	38995 SH	38995	0	0
A D C TELECOMMUNICATIONS	COM	000886101	25043	12157083 SH	0	0	12157083
A D C TELECOMMUNICATIONS	COM	000886101	4908	2382445 SH	2382445	0	0
A D C TELECOMMUNICATIONS	COM	000886101	189	91616 SH	91616	0	0
AIRTRAN HLDGS INC	COM	00949P108	8136	1208900 SH	0	0	1208900
AMPHENOL CORP NEW	CL A	032095101	26291	645185 SH	15362	0	629823
AMPHENOL CORP NEW	CL A	032095101	8555	209946 SH	207917	0	2028
ASTEC INDS INC	COM	046224101	566	97439 SH	0	0	97439
ASTEC INDS INC	COM	046224101	1047	180253 SH	180253	0	0
AUTODESK INC	COM	052769106	35714	2340385 SH	49961	0	2290424
AUTODESK INC	COM	052769106	4070	266701 SH	263081	0	3620
BANK NEW YORK INC	COM	064057102	392440	19143429 SH	91575	0	19051854
BANK NEW YORK INC	COM	064057102	45815	2234886 SH	2182499	0	52386
BANK NEW YORK INC	COM	064057102	2	105 SH	105	0	0
BURLINGTON RES INC	COM	122014103	282960	5930827 SH	10062	0	5920765
BURLINGTON RES INC	COM	122014103	47381	993111 SH	940372	0	52739
BURLINGTON RES INC	COM	122014103	363	7606 SH	7606	0	0
CELESTICA INC	SUB VTG SHS	15101Q108	59973	5262312 SH	2722113	0	2540199
CELESTICA INC	SUB VTG SHS	15101Q108	4354	381300 SH	381300	0	0
CELESTICA INC	SUB VTG SHS	15101Q108	123	10798 SH	10798	0	0
CONTINENTAL AIRLIS INC	CL B	210795308	12366	2415093 SH	0	0	2415093
CONTINENTAL AIRLIS INC	CL B	210795308	9	1696 SH	923	0	773
EDWARDS LIFSCIENCES CORP	COM	28176E108	26509	967473 SH	37210	0	930263
EDWARDS LIFSCIENCES CORP	COM	28176E108	694	25341 SH	25341	0	0
EDWARDS LIFSCIENCES CORP	COM	28176E108	65	2375 SH	2375	0	0
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	12225	437218 SH	61377	0	375841
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	9594	343112 SH	343112	0	0
FISHER SCIENTIFIC INTL INC	COM NEW	338032204	187	6697 SH	6697	0	0
GABLES RESIDENTIAL TR	SH BEN INT	362418105	5886	219969 SH	0	0	219969
GABLES RESIDENTIAL TR	SH BEN INT	362418105	5707	213269 SH	213269	0	0
GRANITE CONSTR INC	COM	387328107	20929	1333071 SH	0	0	1333071
GRANITE CONSTR INC	COM	387328107	3908	248916 SH	248916	0	0
HARMONIC INC	COM	413160102	9592	2880492 SH	0	0	2880492
HARMONIC INC	COM	413160102	167	50000 SH	50000	0	0
HELMERICH & PAYNE INC	COM	423452101	15926	621628 SH	5459	0	616169
HELMERICH & PAYNE INC	COM	423452101	12436	485392 SH	481446	0	3946
ICON PUB LTD CO	SPONSORED ADR	45103T107	3737	157000 SH	0	0	157000
INGRAM MICRO INC	CL A	457153104	52657	4774033 SH	17450	0	4756583
INGRAM MICRO INC	CL A	457153104	2428	220106 SH	216818	0	3288
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	66383	2238906 SH	109193	0	2129713
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	5226	176264 SH	151769	0	24495
LABORATORY CORP AMER HLDGS	COM NEW	50540R409	19	650 SH	650	0	0
MOORE LTD	COM	615785102	47518	4552834 SH	33200	0	4519634
MOORE LTD	COM	615785102	4135	396206 SH	396206	0	0
OFFSHORE LOGISTICS INC	COM	676255102	7159	396621 SH	0	0	396621
OFFSHORE LOGISTICS INC	COM	676255102	2246	124457 SH	124457	0	0
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	45878	1329800 SH	39082	0	1290718
OPEN JT STK CO-VIMPEL COMMUN	SPONSORED ADR	68370R109	1380	40000 SH	40000	0	0
OPTION CARE INC	COM	683948103	6380	752391 SH	0	0	752391
OPTION CARE INC	COM	683948103	2346	276675 SH	276675	0	0
PACIFIC SUNWEAR CALIF INC	COM	694873100	28272	1389266 SH	102	0	1389164
RES-CARE INC	COM	760943100	955	327023 SH	0	0	327023

RYANAIR HLDGS PLC	SPONSORED ADR	783513104	186166	4489182	SH	DEFINED 1	5	0	4489182
RYANAIR HLDGS PLC	SPONSORED ADR	783513104	4343	104718	SH	DEFINED 2	2	0	1968
RYLAND GROUP INC	COM	783764103	65397	1514181	SH	DEFINED 1	5	0	1513588
RYLAND GROUP INC	COM	783764103	354	8185	SH	DEFINED 2	2	0	132
SBA COMMUNICATIONS CORP	COM	78388J106	4013	3110900	SH	DEFINED 1	5	0	3110900
SBA COMMUNICATIONS CORP	COM	78388J106	98	76300	SH	DEFINED 2	2	0	0
SPARTAN MTRS INC	COM	846819100	3319	378900	SH	DEFINED 1	5	0	378900
STATION CASINOS INC	COM	857689103	25236	1195457	SH	DEFINED 1	5	0	1195457
SYNOPSYS INC	COM	871607107	63655	1495652	SH	DEFINED 1	5	0	1491428
SYNOPSYS INC	COM	871607107	1338	31446	SH	DEFINED 2	2	0	2308
TETRA TECHNOLOGIES INC DEL	COM	88162F105	2516	109400	SH	DEFINED 1	5	0	109400
TETRA TECHNOLOGIES INC DEL	COM	88162F105	6530	283900	SH	DEFINED 2	2	0	0
UNIVERSAL HLTH SVCS INC	COM	913903100	40425	991526	SH	DEFINED 1	5	0	924835
UNIVERSAL HLTH SVCS INC	CL B	913903100	73	1800	SH	DEFINED 2	2	0	193
UNIVERSAL HLTH SVCS INC	CL B	913903100	2	58	SH	DEFINED 3	3	0	0
WEIGHT WATCHERS INTL INC NEW	COM	948626106	175118	3802776	SH	DEFINED 1	5	0	3785800
WEIGHT WATCHERS INTL INC NEW	COM	948626106	8491	184383	SH	DEFINED 2	2	0	0
WESTERN DIGITAL CORP	COM	958102105	48405	5342673	SH	DEFINED 1	5	0	5272181
WESTERN DIGITAL CORP	COM	958102105	7940	876406	SH	DEFINED 2	2	0	60478
WILLSON GREATBATCH TECHNOLOGI	COM	972232102	9372	334837	SH	DEFINED 1	5	0	334837
WILLSON GREATBATCH TECHNOLOGI	COM	972232102	262	9361	SH	DEFINED 2	2	0	0

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