Confidential Treatment

NON-PUBLIC 13FCONP 5/17/04

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

04039206

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

FORM 13F

FORM 13F COVER PAGE

FEB 18 2004

Report for the Calendar Year or Quarter Ended: December 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

CONFIDENTIAL TREATMENT EXPIRED

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:

Eric D. Roiter Boston, MA February 17, 2004

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

[ ] 13F NOTICE

[ ] 13F COMBINATION REPORT

PROCESSED
AUG 02 2004
THOMSON FINANCIAL

List of other managers reporting for this manager:

NONE

FORM 13F SUMMARY PAGE

Report Summary:

Number of Other Included Managers: 4

Form 13F Information Table Entry Total: 78

Form 13F Information Table Value Total: $2,362,936 (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.

<TABLE>
<CAPTION>

NAME OF ISSUER	-TITLE OF CLASS-	--CUSIP--	VALUE X$1000	SHARES/ PRN AMT	SH/ PRN	PUT/ CALL	INVSTMT DSCRETN.	-MANAGERS	-----VOTING AUTHORITY----- SOLE	SHARED	NONE
<S>	<C>	<C>	<C>	<C>	<C>		<C>	<C>	<C>	<C>	<C>
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	15237	1152600	SH		DEFINED	1 5	110000	0	1042600
ALLEGHENY TECHNOLOGIES INC	COM	01741R102	19	1430	SH		DEFINED	2	1430	0	0
ARIBA INC	COM	04033V104	18687	6228951	SH		DEFINED	1 5	22678	0	6206273
ARIBA INC	COM	04033V104	445	148482	SH		DEFINED	2	107101	0	41381
BOTTOMLINE TECH DEL INC	COM	101388106	3011	334536	SH		DEFINED	1 5	0	0	334536
BOTTOMLINE TECH DEL INC	COM	101388106	1796	199500	SH		DEFINED	2	199500	0	0
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	9488	328300	SH		DEFINED	1 5	25761	0	302539
CHICAGO BRIDGE & IRON CO N V	N Y REGISTRY SH	167250109	14340	496200	SH		DEFINED	2	496200	0	0
CHIPPAC INC	CL A	169657103	12194	1606600	SH		DEFINED	1 5	0	0	1606600
CIRRUS LOGIC INC	COM	172755100	16491	2150000	SH		DEFINED	1 5	0	0	2150000
COLUMBUS MCKINNON CORP N Y	COM	199333105	2796	323279	SH		DEFINED	1 5	0	0	323279
CONCURRENT COMPUTER CORP NEW	COM	206710204	4701	1075706	SH		DEFINED	1 5	0	0	1075706
COVANCE INC	COM	222816100	58938	2199190	SH		DEFINED	1 5	8842	0	2190348
COVANCE INC	COM	222816100	2967	110700	SH		DEFINED	2	110700	0	0
DADE BEHRING HLDGS INC	COM	23342J206	38447	1075730	SH		DEFINED	1 5	49500	0	1026230
DADE BEHRING HLDGS INC	COM	23342J206	361	10100	SH		DEFINED	2	10100	0	0
DIEBOLD INC	COM	253651103	62710	1164100	SH		DEFINED	1 5	0	0	1164100
DIEBOLD INC	COM	253651103	4559	84626	SH		DEFINED	2	82790	0	1836
DR REDDYS LABS LTD	ADR	256135203	33213	1049400	SH		DEFINED	1 5	32429	0	1016971
DOVER CORP	COM	260003108	120025	3019500	SH		DEFINED	1 5	0	0	3019500
DOVER CORP	COM	260003108	14913	375165	SH		DEFINED	2	311832	0	63333
DYAX CORP	COM	26746E103	3900	491800	SH		DEFINED	1 5	0	0	491800
E TRADE FINANCIAL CORP	COM	269246104	166833	13188400	SH		DEFINED	1 5	20069	0	13168331
E TRADE FINANCIAL CORP	COM	269246104	13145	1039100	SH		DEFINED	2	990000	0	49100
EASTMAN CHEM CO	COM	277432100	122333	3094700	SH		DEFINED	1 5	0	0	3094700
EASTMAN CHEM CO	COM	277432100	13164	332994	SH		DEFINED	2	288601	0	44393
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M102	276208	7884910	SH		DEFINED	1 5	57932	0	7826978
EMBRAER-EMPRESA BRASILEIRA D	SP ADR PFD SHS	29081M102	12499	356810	SH		DEFINED	2	352646	0	4164
FRIENDLY ICE CREAM CORP NEW	COM	358497105	896	92900	SH		DEFINED	1 5	0	0	92900
GIBRALTAR STL CORP	COM	37476F103	6428	255600	SH		DEFINED	1 5	0	0	255600
GIBRALTAR STL CORP	COM	37476F103	176	7000	SH		DEFINED	2	7000	0	0
GREAT LAKES CHEM CORP	COM	390568103	14606	537200	SH		DEFINED	1 5	0	0	537200
GREAT LAKES CHEM CORP	COM	390568103	2290	84216	SH		DEFINED	2	75429	0	8787
GROUP 1 SOFTWARE INC NEW	COM	39943Y103	53	3000	SH		DEFINED	1 5	0	0	3000
GROUP 1 SOFTWARE INC NEW	COM	39943Y103	8396	476484	SH		DEFINED	2	476484	0	0
GUILFORD PHARMACEUTICALS INC	COM	401829106	2342	345400	SH		DEFINED	1 5	0	0	345400
GUILFORD PHARMACEUTICALS INC	COM	401829106	1833	270300	SH		DEFINED	2	270300	0	0
HERLEY INDS INC DEL	COM	427398102	2536	122488	SH		DEFINED	1 5	227	0	122261
HERLEY INDS INC DEL	COM	427398102	2923	141188	SH		DEFINED	2	141188	0	0
IMMUNOGEN INC	COM	45253H101	3601	713100	SH		DEFINED	1 5	0	0	713100
IMMUNOGEN INC	COM	45253H101	222	43900	SH		DEFINED	2	43900	0	0
INDUSTRIAS BACHOCO S A DE C	SP ADR B&L SHS	456463108	11655	1131600	SH		DEFINED	1 5	0	0	1131600
INTERNATIONAL RECTIFIER CORP	COM	460254105	101438	2053000	SH		DEFINED	1 5	0	0	2053000
INTERNATIONAL RECTIFIER CORP	COM	460254105	124	2500	SH		DEFINED	2	400	0	2100
IPAYMENT INC	COM	46262E105	8513	250400	SH		DEFINED	1 5	0	0	250400
KOS PHARMACEUTICALS INC	COM	500648100	28536	663000	SH		DEFINED	1 5	0	0	663000
MSC INDL DIRECT INC	CL A	553530106	24492	890600	SH		DEFINED	1 5	0	0	890600
MATRIXONE INC	COM	57685P304	3739	606943	SH		DEFINED	1 5	0	0	606943
MERGE TECHNOLOGIES INC	COM	589981109	5027	285000	SH		DEFINED	1 5	0	0	285000
MICROVISION INC WASH	COM	594960106	4915	645000	SH		DEFINED	1 5	0	0	645000
NEWS CORP LTD	ADR NEW	652487703	419920	11632150	SH		DEFINED	1 5	9059	0	11623091
NEWS CORP LTD	ADR NEW	652487703	21813	604235	SH		DEFINED	2	489229	0	115006
NEWS CORP LTD	ADR NEW	652487703	2	50	SH		DEFINED	3	50	0	0

NOVELL INC	COM	670006105	123800	11768100	SH	DEFINED	1	5	0	0	11768100
NOVELL INC	COM	670006105	3598	342033	SH	DEFINED	2		342033	0	0
NOVEN PHARMACEUTICALS INC	COM	670009109	8005	526300	SH	DEFINED	1	5	125400	0	400900
NOVEN PHARMACEUTICALS INC	COM	670009109	2791	183500	SH	DEFINED	2		183500	0	0
PER-SE TECHNOLOGIES INC	COM NEW	713569309	4129	270600	SH	DEFINED	1	5	11296	0	259304
PER-SE TECHNOLOGIES INC	COM NEW	713569309	2770	181500	SH	DEFINED	2		181500	0	0
RADIO ONE INC	CL D NON VTG	75040P405	27503	1425040	SH	DEFINED	1	5	0	0	1425040
ROANOKE ELEC STL CORP	COM	769841107	2934	220102	SH	DEFINED	1	5	12391	0	207711
ROBBINS & MYERS INC	COM	770196103	6582	346600	SH	DEFINED	1	5	60400	0	286200
ROPER INDS INC NEW	COM	776696106	29589	600685	SH	DEFINED	1	5	0	0	600685
SMITHFIELD FOODS INC	COM	832248108	86021	4155600	SH	DEFINED	1	5	455	0	4155145
SMITHFIELD FOODS INC	COM	832248108	4078	197000	SH	DEFINED	2		187357	0	9643
STAGE STORES INC	COM NEW	85254C305	9416	337490	SH	DEFINED	1	5	0	0	337490
STAGE STORES INC	COM NEW	85254C305	2073	74300	SH	DEFINED	2		73492	0	808
TELESYSTEM INTL WIRELESS INC	COM NEW	879946606	30129	3577050	SH	DEFINED	1	5	2793840	0	783210
TELESYSTEM INTL WIRELESS INC	COM NEW	879946606	1132	135700	SH	DEFINED	2		135700	0	0
TIVO INC	COM	888706108	11214	1515400	SH	DEFINED	1	5	0	0	1515400
TIVO INC	COM	888706108	61	8300	SH	DEFINED	2		0	0	8300
TOYS R US INC	COM	892335100	66900	5292780	SH	DEFINED	1	5	528410	0	4764370
TOYS R US INC	COM	892335100	3258	257782	SH	DEFINED	2		257782	0	0
TRIMBLE NAVIGATION LTD	COM	896239100	43016	1155100	SH	DEFINED	1	5	0	0	1155100
UNIVERSAL DISPLAY CORP	COM	91347P105	9912	725100	SH	DEFINED	1	5	0	0	725100
WHEATON RIV MINERALS LTD	COM	962902102	157538	36671419	SH	DEFINED	1		2141367	0	34530052
WHEATON RIV MINERALS LTD	COM	962902102	5566	1863200	SH	DEFINED	2		1480700	0	382500
WOLVERINE TUBE INC	COM	978093102	1025	162700	SH	DEFINED	1	5	0	0	162700

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