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2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP\* (a)   
N/A (b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION  
California - U.S.A.

5	SOLE VOTING POWER
52,504,004	
NUMBER OF	
SHARES	
BENEFICIALLY	6 SHARED VOTING POWER
OWNED BY	869,474
EACH	7 SOLE DISPOSITIVE POWER
REPORTING	56,242,609
PERSON	
WITH	8 SHARED DISPOSITIVE POWER
	0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON  
56,242,609

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES\*  
N/A

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9  
10.0%

12 TYPE OF REPORTING PERSON\*  
IA

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Item 1(a) Name of Issuer:  
Delphi Corporation

Item 1(b) Address of Issuer's Principal Executive Offices:  
5725 Delphi Drive  
Troy, MI 48098

Item 2(a) Name of Person Filing:

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Dodge & Cox

- Item 2(b) Address of the Principal Office or, if none, Residence:  
One Sansome St., 35th Floor  
San Francisco, CA 94104
- Item 2(c) Citizenship:  
California - U.S.A.
- Item 2(d) Title of Class of Securities:  
Common
- Item 2(e) CUSIP Number:  
247126105
- Item 3 If the Statement is being filed pursuant to Rule 13d-1(b),  
or 13d-2(b), check whether the person filing is a:
- (e)  An investment advisor in accordance with section  
240.13d-1(b)(1)(ii)(E)
- Item 4 Ownership:
- (a) Amount Beneficially Owned:  
56,242,609
- (b) Percent of Class:  
10.0%
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- (c) Number of shares as to which such person has:
- (i) sole power to vote or direct the vote:  
52,504,004
- (ii) shared power to vote or direct the vote:  
869,474
- (iii) sole power to dispose or to direct the  
disposition of: 56,242,609
- (iv) shared power to dispose or to direct the  
disposition of: 0
- Item 5 Ownership of Five Percent or Less of a Class:  
Not applicable.
- Item 6 Ownership of More than Five Percent on Behalf of Another  
Person:  
Securities reported on this Schedule 13G are  
beneficially owned by clients of Dodge & Cox, which  
clients may include investment companies registered  
under the Investment Company Act and/or employee benefit  
plans, pension funds, endowment funds or other  
institutional clients.
- Item 7 Identification and Classification of the Subsidiary Which  
Acquired the Security Being Reported on By the Parent  
Holding Company:

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Not applicable.

Item 8 Identification and Classification of Members of the Group:  
Not applicable.

Item 9 Notice of Dissolution of a Group:  
Not applicable.

Item 10 Certification:  
By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose of and do not have the effect of changing or influencing the control of the issuer of such securities and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: August 8, 2003

DODGE & COX

By: /S/ Thomas M. Mistele

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Name: Thomas M. Mistele  
Title: Vice President

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