

David Scott B
Form 3
January 10, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (Month/Day/Year)	3. Issuer Name and Ticker or Trading Symbol	
A David Scott B			01/01/2019	PRICE T ROWE GROUP INC [TROW]	
(Last)	(First)	(Middle)		4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
T. ROWE PRICE GROUP, INC., P.O. BOX 89000				(Check all applicable)	
(Street)				____ Director ____ 10% Owner	6. Individual or Joint/Group Filing(Check Applicable Line)
BALTIMORE, MD 21289-0320				<input checked="" type="checkbox"/> Officer ____ Other (give title below) (specify below)	<input checked="" type="checkbox"/> Form filed by One Reporting Person
				Vice President	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)			

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	48,398.543	D	A

Reminder: Report on a separate line for each class of securities beneficially
owned directly or indirectly.

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		(I) (Instr. 5)	
Stock Options (Right to Buy)	Â <u>(1)</u>	02/21/2023	Common Stock	3,330	\$ 69.6708	D	Â
Stock Options (Right to Buy)	Â <u>(2)</u>	09/10/2023	Common Stock	3,331	\$ 70.2854	D	Â
Stock Options (Right to Buy)	Â <u>(3)</u>	02/19/2024	Common Stock	16,655	\$ 77.9443	D	Â
Stock Options (Right to Buy)	Â <u>(4)</u>	09/09/2024	Common Stock	16,655	\$ 78.4418	D	Â
Stock Options (Right to Buy)	Â <u>(5)</u>	02/19/2025	Common Stock	16,655	\$ 80.9492	D	Â
Stock Options (Right to Buy)	Â <u>(6)</u>	09/10/2025	Common Stock	9,750	\$ 70.92	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
David Scott B T. ROWE PRICE GROUP, INC. P.O. BOX 89000 BALTIMORE,Â MDÂ 21289-0320	Â	Â	Â Vice President	Â

Signatures

/s/ Scott B.
David

01/07/2019

 Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) 02/21/2013 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2014.

(2) 09/10/2013 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2014.

(3) 02/19/2014 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2015.

(4) 09/09/2014 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2015.

(5) 02/19/2015 Grant - The option vests 20% annually over a 5 year period beginning on 12/09/2016.

(6) 09/10/2015 Grant - The option vests 20% annually over a 5 year period beginning on 12/09/2016.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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