

PRICE T ROWE GROUP INC
Form 4
September 11, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
Alderson Christopher D

2. Issuer Name and Ticker or Trading Symbol
PRICE T ROWE GROUP INC
[TROW]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
100 E. PRATT STREET

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
09/09/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President

BALTIMORE, MD 21202

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	09/09/2015		A	6,000 ⁽¹⁾ A \$ 0	107,768.162	D	
Common Stock	09/10/2015		A	V 153.898 A \$ 79.4893 ⁽²⁾	107,922.06	D	
Common Stock					262,000	I	Spouse

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to Buy)	\$ 70.92	09/10/2015		A	20,000	12/09/2016 ⁽³⁾	09/10/2025	Common Stock	20,000
Stock Options (Right to Buy)	\$ 44.3716					11/01/2007 ⁽⁴⁾	11/01/2016	Common Stock	76,780
Stock Options (Right to Buy)	\$ 48.0508					09/06/2008 ⁽⁶⁾	09/06/2017	Common Stock	72,860
Stock Options (Right to Buy)	\$ 54.8329					09/04/2009 ⁽⁷⁾	09/04/2018	Common Stock	83,270
Stock Options (Right to Buy)	\$ 26.3885					11/01/2010 ⁽⁸⁾	02/12/2019	Common Stock	49,960
Stock Options (Right to Buy)	\$ 43.3725					11/01/2010 ⁽⁹⁾	09/10/2019	Common Stock	49,960
Stock Options (Right to Buy)	\$ 47.6474					11/01/2011 ⁽¹⁰⁾	02/18/2020	Common Stock	41,630
Stock Options (Right to Buy)	\$ 45.7933					11/01/2011 ⁽¹¹⁾	09/08/2020	Common Stock	41,630

Buy)

Stock

Options \$ 67.5613
(Right to Buy)

11/01/2012⁽¹²⁾ 02/17/2021

Common Stock 40,92

Stock

Options \$ 48.56
(Right to Buy)

11/01/2012⁽¹³⁾ 09/08/2021

Common Stock 41,63

Stock

Options \$ 59.0693
(Right to Buy)

12/10/2013⁽¹⁴⁾ 02/23/2022

Common Stock 20,81

Stock

Options \$ 60.7984
(Right to Buy)

12/10/2013⁽¹⁵⁾ 09/06/2022

Common Stock 20,81

Stock

Options \$ 69.6708
(Right to Buy)

12/10/2014⁽¹⁶⁾ 02/21/2023

Common Stock 20,49

Stock

Options \$ 70.2854
(Right to Buy)

12/10/2014⁽¹⁸⁾ 09/10/2023

Common Stock 20,49

Stock

Options \$ 77.9443
(Right to Buy)

12/10/2015⁽¹⁹⁾ 02/19/2024

Common Stock 20,49

Stock

Options \$ 78.4418
(Right to Buy)

12/10/2015⁽²⁰⁾ 09/09/2024

Common Stock 20,49

Stock

Options \$ 80.9492
(Right to Buy)

12/09/2016⁽²¹⁾ 02/19/2025

Common Stock 20,49

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Alderson Christopher D 100 E. PRATT STREET			Vice President	

