

Veiel Eric L  
Form 3  
January 10, 2019

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

**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 | 3. Issuer Name <b>and</b> Ticker or Trading Symbol                         |  |
| Â Veiel Eric L                            |         | (Month/Day/Year)                     | 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)                   |
|   |         |                                      |  |  |
| 100 E. PRATT STREET                       |         |                                      | (Check all applicable)   | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| BALTIMORE,Â MDÂ 21202                     |         |                                      | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City)                                    | (State) | (Zip)                                | (give title below) (specify below)   |  |
|   |         |                                      | Vice President   |  |

**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                    | 160,815.64  | D  | Â   |

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

SEC 1473 (7-02)

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

**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  |   |

Edgar Filing: Veiel Eric L - Form 3

|                              |       |            |              | Shares |            | (I)<br>(Instr. 5) |   |
|------------------------------|-------|------------|--------------|--------|------------|-------------------|---|
| Stock Options (Right to Buy) | Â (1) | 02/17/2021 | Common Stock | 20,819 | \$ 67.5613 | D                 | Â |
| Stock Options (Right to Buy) | Â (2) | 02/23/2022 | Common Stock | 10,408 | \$ 59.0693 | D                 | Â |
| Stock Options (Right to Buy) | Â (3) | 09/06/2022 | Common Stock | 10,409 | \$ 60.7984 | D                 | Â |
| Stock Options (Right to Buy) | Â (4) | 02/21/2023 | Common Stock | 11,273 | \$ 69.6708 | D                 | Â |
| Stock Options (Right to Buy) | Â (5) | 09/10/2023 | Common Stock | 13,324 | \$ 70.2854 | D                 | Â |
| Stock Options (Right to Buy) | Â (6) | 02/19/2024 | Common Stock | 14,349 | \$ 77.9443 | D                 | Â |
| Stock Options (Right to Buy) | Â (7) | 09/09/2024 | Common Stock | 14,349 | \$ 78.4418 | D                 | Â |
| Stock Options (Right to Buy) | Â (8) | 02/19/2025 | Common Stock | 17,936 | \$ 80.9492 | D                 | Â |
| Stock Options (Right to Buy) | Â (9) | 09/10/2025 | Common Stock | 17,500 | \$ 70.92   | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| Veiel Eric L<br>100 E. PRATT STREET<br>BALTIMORE, MD 21202 | Â             | Â         | Â Vice President | Â     |

## Signatures

/s/ Eric L. Veiel 01/10/2019

\*\*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) 02/17/2011 Grant - The option vests 20% annually over a 5 year period beginning on 11/01/2012.
- (2) 02/23/2012 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2013.
- (3) 09/06/2012 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2013.
- (4) 02/21/2013 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2014.
- (5) 09/10/2013 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2014.
- (6) 02/19/2014 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2015.

### Edgar Filing: Veiel Eric L - Form 3

- (7) 09/09/2014 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2015.
- (8) 02/19/2015 Grant - The option vests 20% annually over a 5 year period beginning on 12/09/2016.
- (9) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.