McCormick Andrew C.
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 *
Â McCormick Andrew C.
(Last) (First) (Middle)
100 E. PRATT STREET
(Street)
BALTIMORE,Â MDÂ 21202
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
01/01/2019

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President

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

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

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	43,620.183	D	Â

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

SEC 1473 (7-02)

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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			

				Shares		(I) (Instr. 5)	
Stock Options (Right to Buy)	Â (1)	02/12/2019	Common Stock	4,000	$ 26.3885	D	Â
Stock Options (Right to Buy)	Â (2)	09/10/2019	Common Stock	126	$ 43.3725	D	Â
Stock Options (Right to Buy)	Â (3)	02/18/2020	Common Stock	63	$ 47.6474	D	Â
Stock Options (Right to Buy)	Â (4)	09/08/2020	Common Stock	2,118	$ 45.7933	D	Â
Stock Options (Right to Buy)	Â (5)	02/17/2021	Common Stock	1,479	$ 67.5613	D	Â
Stock Options (Right to Buy)	Â (6)	02/23/2022	Common Stock	1,561	$ 59.0693	D	Â
Stock Options (Right to Buy)	Â (7)	09/06/2022	Common Stock	126	$ 60.7984	D	Â
Stock Options (Right to Buy)	Â (8)	02/21/2023	Common Stock	7,686	$ 69.6708	D	Â
Stock Options (Right to Buy)	Â (9)	09/10/2023	Common Stock	7,687	$ 70.2854	D	Â
Stock Options (Right to Buy)	Â (10)	02/19/2024	Common Stock	7,686	$ 77.9443	D	Â
Stock Options (Right to Buy)	Â (11)	09/09/2024	Common Stock	7,687	$ 78.4418	D	Â
Stock Options (Right to Buy)	Â (12)	02/19/2025	Common Stock	7,687	$ 80.9492	D	Â
Stock Options (Right to Buy)	Â (13)	09/10/2025	Common Stock	7,500	$ 70.92	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McCormick Andrew C. 100 E. PRATT STREET BALTIMORE,Â MDÂ 21202	Â	Â	Â Vice President	Â

Signatures

/s/ Andrew C. McCormick	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) 02/12/2009 Grant - The option vests 20% annually over a 5 year period beginning on 11/01/2010

(2) 09/10/2009 Grant - The option vests 20% annually over a 5 year period beginning on 11/01/2010.

(3) 02/18/2010 Grant - The option vests 20% annually over a 5 year period beginning on 11/01/2011.

(4) 09/08/2010 Grant - The option vests 20% annually over a 5 year period beginning on 11/01/2011.

(5) 02/17/2011 Grant - The option vests 20% annually over a 5 year period beginning on 11/01/2012.

(6) 02/23/2012 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2013.

(7) 09/06/2012 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2013.

(8) 02/21/2013 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2014.

(9) 09/10/2013 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2014.

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

(11) 09/09/2014 Grant - The option vests 20% annually over a 5 year period beginning on 12/10/2015.

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

(13) 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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