## Edgar Filing: PRICE T ROWE GROUP INC - Form 4

PRICE T RC Form 4 October 01, 2	OWE GROUP I 2015	INC									
FORM	1 /								OMB AF	PROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549						COMMISSION	OMB Number:	3235-0287			
Check this box if no longer									Expires:	January 31, 2005	
subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP O						NERSHIP OF	Estimated average				
Section 1 Form 4 o		SECURITIES						burden hours per			
Form 5		oursuant to S	Section 1	6(a) of th	e Securit	ies E	xchange	e Act of 1934,	response	0.5	
obligation may cont	ns Section 1						-	1935 or Sectior	ı		
<i>See</i> Instru 1(b).		30(h)	of the In	vestment	Compan	y Act	t of 194	0			
(Print or Type I	Responses)										
1. Name and Address of Reporting Person _2. Issuer Name and Ticker or Trading5. Relationship ofSOMMER ALFREDSymbolIssuer					-	f Reporting Person(s) to					
P			-	T ROWE ']	GROUF	P INC		(Check all applicable)			
(Last)	(Last) (First) (Middle) 3. Date of Earliest Transac				ransaction				10% Owner		
T. ROWE PRICE GROUP,			(Month/Day/Year) 09/29/2015					Officer (give title     Other (specify       below)     below)			
INC., P.O. H	BOX 89000										
(Street) 4. If Ar			4. If Ame	mendment, Date Original				6. Individual or Joint/Group Filing(Check			
Filed(Month/				th/Day/Year)				Applicable Line) _X_ Form filed by One Reporting Person			
BALTIMO	RE, MD 21289	-0320						_X_Form filed by O Form filed by M Person			
(City)	(State)	(Zip)	Tabl	e I - Non-D	Derivative	Securi	ities Acq	uired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Execution any	ned	3. Transactio	4. Securit on(A) or Di (Instr. 3, 4	ies Ac sposed	quired l of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect	
Common Stock	09/29/2015			Code V A	Amount 87.574 ( <u>1)</u>	or (D) A	Price \$ 68.27	(Instr. 3 and 4) 22,685.065	D		

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 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	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Tit	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration Date		Amount of		Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day	/Year)	Unde	rlying	Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivativ	e		Secur	rities	(Instr. 5)	Bene
, ,	Derivative		· · · ·	Ŷ,	Securities	3		(Instr	. 3 and 4)	. ,	Owne
	Security				Acquired			,			Follo
	5				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						``
					4, and 5)						
					,,						
									Amount		
						Date	Expiration		or		
						Exercisable	Date	Title	Number		
									of		
				Code V	(A) (D)				Shares		
_											
Керо	rting O	wners									

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		Relatio	nships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other				
SOMMER ALFRED T. ROWE PRICE GROUP, INC. P.O. BOX 89000 BALTIMORE, MD 21289-0320	X							
Signatures								
/s/ Power of Attorney, Steven J. Ba Services	10/01/2015							

\*\*Signature of Reporting Person

## **Explanation of Responses:**

- If the form is filed by more than one reporting person, see Instruction 4(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).
- Credited as fully-vested dividend equivalents pursuant to the T. Rowe Price Group Inc. 2007 Non-Employee Director Equity Plan with (1) respect to dividend declared by the issuer on it's Common Stock.

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.

Date