SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*	2. Date of Event		the Investment Company Act of 1 3. Issuer Name and Ticker or Tra				
Stromberg William J	Requiring State (Month/Day/Yea 02/08/2006	ment	PRICE T ROWE GROUP INC [TROW]				
(Last) (First) (Middle) 100 E. PRATT STREET (Street) BALTIMORE MD 21202 (City) (State) (Zip)			4. Relationship of Reporting Person(s) to Iss (Check all applicable) Director 10% Ow X Officer (give title Other (s below) Vice President		r (M cify 6.	 5. If Amendment, Date of 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 L - Noi	n-Derivati	ve Securities Beneficial	ly Owned			
1. Title of Security (Instr. 4)			Amount of Securities eneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		Beneficial Ownership	
Common Stock			341,915.597	D			
			Securities Beneficially nts, options, convertible		-)		
1. Title of Derivative Security (Instr. 4)	2. Date Exerc Expiration D (Month/Day)	cisable and ate	3. Title and Amount of Securi Underlying Derivative Securi	ities	4. Conversio or Exercis	cise Form:	(Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to buy)	(1)	09/21/2011	Common Stock	15,000	25.7	D	
Stock Options (Right to buy)	(2)	07/30/2012	Common Stock	30,000	27.34	D	
Stock Options (Right to buy)	(3)	11/18/2006	Common Stock	6,374	36.71	D	
Stock Options (Right to buy)	(4)	11/18/2006	Common Stock	9,388	38.3438	D	
Stock Options (Right to buy)	(5)	09/21/2011	Common Stock	9,189	41.95	D	
Stock Options (Right to buy)	(6)	09/21/2011	Common Stock	8,900	42.9	D	
Stock Options (Right to buy)	(7)	12/11/2013	Common Stock	60,000	43.45	D	
Stock Options (Right to buy)	(8)	07/30/2012	Common Stock	8,474	48.39	D	
Stock Options (Right to buy)	(9)	11/18/2007	Common Stock	29,248	55.78	D	
		1				1	
Stock Options (Right to buy)	(10)	12/21/2008	Common Stock	36,316	61.23	D	
	(10)	12/21/2008 09/03/2009	Common Stock Common Stock	36,316 16,279	61.23 61.39	D D	
Stock Options (Right to buy)				_		_	
Stock Options (Right to buy) Stock Options (Right to buy)	(11)	09/03/2009	Common Stock	16,279	61.39	D	
Stock Options (Right to buy) Stock Options (Right to buy) Stock Options (Right to buy)	(11) (12)	09/03/2009	Common Stock Common Stock	16,279 55,000	61.39 61.55	D D	
Stock Options (Right to buy) Stock Options (Right to buy)	(11) (12) (13)	09/03/2009 12/20/2014 09/03/2009	Common Stock Common Stock Common Stock	16,279 55,000 19,252	61.39 61.55 62.61	D D D D	
Stock Options (Right to buy)	(11) (12) (13) (14)	09/03/2009 12/20/2014 09/03/2009 10/03/2015	Common Stock Common Stock Common Stock Common Stock	16,279 55,000 19,252 50,000	61.39 61.55 62.61 65.24	D D D D D	

Explanation of Responses:

1. 09/21/2001 Grant - The option vests 20% annually over a 5 year period beginning on 09/21/2002.

2. 07/30/2002 Grant - The option vests 20% annually over a 5 year period beginning on July 30, 2003.

3. 05/30/2003 Replenishment Grant - option vest 100% immediately.

4. 03/16/1999 Replenishment Grant - option vest 100% immediately.

5. 08/12/2003 Replenishment Grant - option vest 100% immediately.

6. 09/24/2003 Replenishment Grant - option vest 100% immediately.

7. 12/11/2003 Grant - The option vests 20% annually over a 5 year period beginning on 12/11/2004.

8. 01/02/2004 Replenishment Grant - option vest 100% immediately. 9. 03/05/2004 Replenishment Grant - option vest 100% immediately.

10. 06/17/2005 Replenishment Grant - option vest 100% immediately.

11. 02/28/2005 Replenishment Grant - option vest 100% immediately.

12. 12/20/2004 Grant - The option vests 20% annually over a 5 year period beginning on 12/20/2005.

13. 03/01/2005 Replenishment Grant - option vest 100% immediately.

14. 10/03/2005 Grant - The option vests 20% annually over a 5 year period beginning on 10/03/2006.

15. 11/23/2005 Replenishment Grant - option vest 100% immediately.

16. 01/03/2006 Replishment Grant - option vest 100% immediately.

WILLIAM J STROMBERG 02/10/2006

** Signature of Reporting Person Date

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

* 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).

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

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 Number.

LIMITED POWER OF ATTORNEY

THE UNDERSIGNED, William J. Stromberg, hereby constitutes and appoints, with full power of substitution, any member of the Executive Committee of the Board of Directors of T. Rowe Price Group, Inc. (the "Corporation") or the Secretary of the Corporation, the true and lawful attorney-in-fact of the undersigned, with full power and authority in the name of and for and on behalf of the undersigned to execute and file any Form 3, Form 4 or Form 5 for the purpose of reporting securities transactions to the Securities and Exchange Commission under Section 16 of the Securities Exchange Act of 1934, as amended.

This Power of Attorney is made under, and shall be governed pursuant to, the laws of the State of Maryland.

Date: February 10, 2006

/s/_____ William J. Stromberg