FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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0.5

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

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

					01 0	OCCI	1011 30(11)	OI till	, investment	COII	ipariy Act	01 134	· ·						
1. Name and Address of Reporting Person*  BRADY JAMES T  (Last) (First) (Middle)  100 E. PRATT STREET					Issuer Name and Ticker or Trading Symbol PRICE T ROWE GROUP INC [ TROW ]      Date of Earliest Transaction (Month/Day/Year) 10/30/2006									Relationship neck all appl X Direct	icable)	ng Per	rson(s) to Iss		
				10/										below	Officer (give title below)		Other (specify below)		
(Street) BALTIMORE MD 21202				_   4. If	f Am	endment,	Date	of Original I	Filed	(Month/D	ay/Yea	r)	6. Lin	X Form	filed by On	e Rep	g (Check Ap orting Person n One Repo	on	
(City) (State) (Zip)																			
1. Title of Security (Instr. 3) 2. Tropate			2. Trans	action ZA. Deemed Execution Date, if any (Month/Day/Year)			ar) 3. Transac Code (I	3. Transaction Code (Instr. 8) 4. Secur Dispose 5)		rities Acquired (A) ed Of (D) (Instr. 3,		(A) or 3, 4 an	5. Amor	unt of ies ially Following	Forn (D) o	n: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common	ommon Stock									v	Amount	t (A) or (D)		Price	(Instr. 3	and 4)		D	
		7							quired, Di s, option			•			/ Owned		<u> </u>		
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Execution	Date,	4. Transa Code (I 8)		ı of Ex		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	re es ally g d tion(s)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisable		xpiration ate	Title	OI No of	ımber					
Stock Options (Right to buy)	\$25.64								04/30/2005	5 04	4/30/2014	Comr		,000		5,000 <sup>(</sup>	2)	D	
Stock Options (Right to buy)	\$27.585								04/29/2006	6 04	4/29/2015	Comr		,000		4,000 <sup>(</sup>	2)	D	
Stock Options (Right to buy)	\$27.885								10/29/2005	5 10	0/29/2014	Comr		,000		5,000 <sup>(</sup>	2)	D	
Stock Options (Right to buy)	\$32.76								10/31/2006	5 10	0/31/2015	Comr		,000		4,000	2)	D	
Stock Options (Right to buy)	\$40.93								05/01/2007	0	5/01/2016	Comr		,000		4,000 <sup>(</sup>	2)	D	
Stock Options (Right to	\$46.83	10/30/2006			A		4,000		10/30/2007	, 10	0/30/2016	Comr		,000	\$0	4,000	)	D	

## **Explanation of Responses:**

- 1. At the close of business on June 23, 2006, the Common Stock of the issuer split 2:1 resulting in the reporting person's acquisition of one additional share of Common Stock for each share owned.
- 2. This option, previously reported, has been adjusted to reflect a 2:1 stock split that occurred on June 23, 2006.

GEORGE A. ROCHE, BY **POWER OF ATTORNEY** 

10/31/2006

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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).

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.