

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person* <u>Veiel Eric L</u> (Last) (First) (Middle) <u>100 E. PRATT STREET</u> (Street) <u>BALTIMORE MD 21202</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PRICE T ROWE GROUP INC [TROW]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ Vice President
	3. Date of Earliest Transaction (Month/Day/Year) <u>08/31/2021</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/31/2021		M		1,254	A	\$79.7137	135,837.559	D	
Common Stock	08/31/2021		M		16,959	A	\$79.7137	152,796.559	D	
Common Stock	08/31/2021		M		17,771	A	\$69.8375	170,567.559	D	
Common Stock	08/31/2021		F		447	D	\$223.87	170,120.559	D	
Common Stock	08/31/2021		F		11,275	D	\$223.87	158,845.559	D	
Common Stock	08/31/2021		F		11,407	D	\$223.87	147,438.559	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option	\$79.7137	08/31/2021		M			1,254	12/10/2020	02/19/2025	Common Stock	1,254	\$0.00	0.00	D	
Stock Option	\$79.7137	08/31/2021		M			16,959	(1)	02/19/2025	Common Stock	16,959	\$0.00	0.00	D	
Stock Option	\$69.8375	08/31/2021		M			17,771	(2)	09/10/2025	Common Stock	17,771	\$0.00	0.00	D	

Explanation of Responses:

- Vests 3,642 share(s) on 09-Dec-2016, 3,643 share(s) on 08-Dec-2017, 3,643 share(s) on 10-Dec-2018, 3,643 share(s) on 10-Dec-2019, 2,388 share(s) on 10-Dec-2020
- Vests 3,554 share(s) on 09-Dec-2016, 3,554 share(s) on 08-Dec-2017, 3,554 share(s) on 10-Dec-2018, 3,555 share(s) on 10-Dec-2019, 3,554 share(s) on 10-Dec-2020

Remarks:

Cheryl L. Emory, Assistant
Corporate Secretary, as attorney 09/01/2021
in fact for Veiel Eric L

** 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 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.