

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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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* BERNARD EDWARD C (Last) (First) (Middle) T. ROWE PRICE GROUP, INC. P.O. BOX 89000 (Street) BALTIMORE MD 21289-0320 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol PRICE T ROWE GROUP INC [TROW]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) Vice COB & Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 05/24/2007	

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	04/30/2007		A	V	114,481	A	\$0 ⁽¹⁾	650,839.58	D	
Common Stock	05/24/2007		M		15,400	A	\$12.85	666,239.58	D	
Common Stock	05/24/2007		M		124,400	A	\$17.875	790,639.58	D	
Common Stock	05/24/2007		M		43,958	A	\$33.545	834,597.58	D	
Common Stock	05/24/2007		F		125,568	D	\$49.08	709,029.58	D	
Common Stock								48,000	I	By Spouse

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	Amount or Number of Shares				
Non-Qualified Stock Option (right to buy)	\$12.85	05/24/2007		M			15,400	(2)	09/21/2011	Common Stock	15,400	\$0	0	D	
Non-Qualified Stock Option (right to buy)	\$17.875	05/24/2007		M			124,400	(3)	12/21/2008	Common Stock	124,400	\$0	0	D	
Stock Options (Right to buy)	\$33.545	05/24/2007		M			43,958	(4)	11/18/2007	Common Stock	43,958	\$0	0	D	
Stock Options (Right to buy)	\$49.08	05/24/2007		A			45,306	(5)	12/21/2008	Common Stock	45,306	\$0	45,306	D	
Stock Options (Right to buy)	\$49.08	05/24/2007		A			4,031	(5)	09/21/2011	Common Stock	4,031	\$0	4,031	D	

Explanation of Responses:

- ESPP - Shares acquired on 03/30/2007, 04/09/2007 and 04/30/2007 pursuant to the T. Rowe Price Group, Inc. Employee Stock Purchase Plan. Share purchased at \$47.3102, \$48.5325 and \$49.9335 per share.
- 09/21/2001 Grant - The option vests 20% annually over a 5 year period beginning on September 21, 2002.
- 12/21/1998 Grant - The option vests 20% annually over a 5 year period beginning on 12/21/1999.
- 11/03/2005 Replenishment Grant - option vests 100% immediately.
- 05/24/2007 Replenishment Grant - option vests 100% immediately.

BARBARA A. VAN HORN,
BY POWER OF ATTORNEY 05/25/2007

** Signature of Reporting Person Date

* 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.

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