Edgar Filing: PRICE T ROWE GROUP INC - Form 4

PRICE T RO Form 4 October 31, 2	WE GROUP INC	2						
FORM	Δ					OMB A	PPROVAL	
-	UNITEDS		RITIES AND EXC shington, D.C. 205		COMMISSION	OMB Number:	3235-0287	
Check this if no longe						Expires:	January 31, 2005	
subject to Section 16	j.		SECURITIES				Estimated average burden hours per	
Form 4 or Form 5		sugnt to Section 1	6(a) of the Securitie	as Exchance	A of 103/	response	0.5	
obligations may contin <i>See</i> Instruct 1(b).	s Section 17(a	a) of the Public Ut	cility Holding Comp vestment Company	pany Act o	f 1935 or Section	n		
(Print or Type Re	esponses)							
1. Name and Address of Reporting Person <u>*</u> HEBB DONALD B JR		Symbol	• Name and Ticker or T T ROWE GROUP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (M		Earliest Transaction		X Director Officer (give		o Owner er (specify	
100 E. PRATT STREET		(Month/D 10/30/20	-	below) below)				
			ndment, Date Original hth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)				
BALTIMOR	E, MD 21202				_X_Form filed by C Form filed by M Person			
(City)	(State) ((Zip) Tabl	e I - Non-Derivative S	ecurities Ac	quired, Disposed of	, or Beneficial	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution Date, if any	3.4. SecuritTransactionAcquiredCodeDisposed(Instr. 8)(Instr. 3, 4)	(A) or of (D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V Amount	or (D) Price	Transaction(s) (Instr. 3 and 4)			
Common Stock					7,000 (1)	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 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. Transacti Code (Instr. 8)	5. Numl onof Deriv Securiti Acquire (A) or Dispose (D) (Instr. 3 and 5)	vative ies ed ed of	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo or Num of Sh
Non-Qualified Stock Option (right to buy)	\$ 15.26						04/30/2004	04/30/2013	Common Stock	13,0
Non-Qualified Stock Option (right to buy)	\$ 17.24						04/25/2003	04/25/2012	Common Stock	6,0
Non-Qualified Stock Option (right to buy)	\$ 17.41						04/26/2002	04/26/2011	Common Stock	6,0
Non-Qualified Stock Option (right to buy)	\$ 18.7188						04/27/2001	04/27/2010	Common Stock	6,0
Non-Qualified Stock Option (right to buy)	\$ 18.875						06/03/2000	06/03/2009	Common Stock	12,0
Non-Qualified Stock Option (right to buy)	\$ 20.82						10/29/2004	10/29/2013	Common Stock	5,0
Stock Options (Right to buy)	\$ 25.64						04/30/2005	04/30/2014	Common Stock	5,0
Stock Options (Right to buy)	\$ 27.585						04/29/2006	04/29/2015	Common Stock	4,0
Stock Options (Right to buy)	\$ 27.885						10/29/2005	10/29/2014	Common Stock	5,0
Stock Options (Right to buy)	\$ 32.76						10/31/2006	10/31/2015	Common Stock	4,0
Stock Options (Right to buy)	\$ 40.93						05/01/2007	05/01/2016	Common Stock	4,0
Stock Options (Right to buy)	\$ 46.83	10/30/2006		А	4,000		10/30/2007	10/30/2016	Common Stock	4,0

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
HEBB DONALD B JR 100 E. PRATT STREET BALTIMORE, MD 21202	Х							
Signatures								
GEORGE A. ROCHE, BY PO ATTORNEY	WER OF		1	0/31/2006				
**Signature of Reporting	Person			Date				
Explanation of Re	spon	ses:						

* 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).

(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.

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.