

T. ROWE PRICE GROUP, INC.

STEVEN J. BANKS  
Vice President  
Director of Finance & Corporate Services

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January 16, 2015

Top Hat Plan Exemption  
Employee Benefits Security Administration, Room N-1513  
U.S. Department of Labor  
200 Constitution Avenue NW  
Washington, D.C. 20210

**Re: T. Rowe Price Group, Inc. Top Hat Plan Filing**

Dear Sir or Madam:

Pursuant to Department of Labor Regulation § 2520.104-23, this statement is being filed on behalf of T. Rowe Price Group, Inc., a Maryland corporation, to inform the Secretary of the Department of Labor that T. Rowe Price Group, Inc. (EIN 52-2264646), whose principal address is:

100 East Pratt Street  
Baltimore, Maryland 21202

has adopted the following unfunded plan of deferred compensation primarily for the purpose of providing deferred compensation for a select group of management or highly compensated employees:

PLAN NAME: T. Rowe Price Group, Inc. Supplemental Savings Plan

NUMBER OF EMPLOYEES IN PLAN: 154 Employees

T. Rowe Price Group, Inc. will provide a copy of the Plan to the Secretary of Labor upon request.

Sincerely,



Steven J. Banks

Cc: Linda M. Thomas, DLA Piper (US)

**CERTIFIED MAIL**



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