

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

CURRENT REPORT  
Pursuant to Section 13 of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): June 20, 2013

**T. Rowe Price Group, Inc.**

(Exact name of registrant as specified in its charter)

**Maryland**

(State of  
incorporation)

**033-07012-99**

(Commission  
File Number)

**52-2264646**

(IRS Employer  
Identification No.)

**100 East Pratt Street, Baltimore, Maryland 21202**

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code: **(410) 345-2000**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

## Section 5 – Corporate Governance and Management

### Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) On June 20, 2013, former United States Senator Olympia J. Snowe was elected to serve on the Board of Directors (the “Board”) of T. Rowe Price Group, Inc. (the “Company”) and as a member of its Executive Compensation Committee. Senator Snowe is currently chairman and chief executive officer of Olympia Snowe, LLC, a policy and communications consulting firm, and a senior fellow at the Bipartisan Policy Center, where she serves on its board of directors and co-chairs its Commission on Political Reform. Senator Snowe served in the United States Senate from 1995-2013 and as a Member of the U.S. House of Representatives from 1979-1995. During her career in the Senate, she served as chair and then ranking member of the Senate Committee on Small Business and Entrepreneurship, and as a member of the Senate Finance, Commerce, and Intelligence Committees.

She also serves on the National Advisory Board of the National Institute of Civil Discourse, and is a member of the Campaign to Fix the Debt's bipartisan Congressional Fiscal Leadership Council.

Senator Snowe holds a degree in political science from the University of Maine and has received honorary doctorate degrees from Bowdoin College, Bates College, Colby College, University of Maine, University of Delaware, Northeastern University, and University of New Hampshire School of Law, among others.

On June 20, 2013, in connection with her appointment to the Board and pursuant to the Company's 2007 Non-Employee Director Equity Plan, the Company will grant Senator Snowe 4,200 restricted shares that vest on June 20, 2014.

There is no arrangement or understanding between Senator Snowe and any other person pursuant to which she was selected as a director. Senator Snowe does not have any family relationship with any director, executive officer or person nominated or chosen by the Company to become a director or an executive officer. The Board has determined that Senator Snowe is an independent director under applicable Nasdaq rules.

## Section 9 – Financial Statements and Exhibits

### Item 9.01 Financial Statements and Exhibits.

#### (d) Exhibits.

99.1 Press release dated June 20, 2013.

## SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

### T. Rowe Price Group, Inc.

By: /s/ Kenneth V. Moreland

Kenneth V. Moreland

Vice President, Chief Financial Officer and Treasurer

Date: June 20, 2013

## **T. ROWE PRICE GROUP ADDS FORMER SENATOR OLYMPIA SNOWE AS INDEPENDENT DIRECTOR**

### ***Board Declares Quarterly Dividend***

BALTIMORE (June 20, 2013) – T. Rowe Price Group, Inc. (NASDAQ-GS: TROW) announced today that its board of directors has elected former United States Senator Olympia J. Snowe (R-ME) to be an independent director of the company. The Board also declared a quarterly dividend of \$0.38 per share payable September 27, 2013, to stockholders of record as of the close of business on September 13, 2013.

Senator Snowe served in the U.S. Senate from 1995-2013, and as a member of the U.S. House of Representatives from 1979-1995. She is currently chairman and CEO of Olympia Snowe, LLC, a policy and communications consulting firm, and a senior fellow at the Bipartisan Policy Center, where she serves on its board of directors and co-chairs its Commission on Political Reform. During her career in the Senate she served as chair and then ranking member of the Senate Committee on Small Business and Entrepreneurship, and as a member of the Senate Finance, Commerce, and Intelligence Committees.



Olympia J. Snowe

She also serves on the National Advisory Board of the National Institute for Civil Discourse, and is a member of the Campaign to Fix the Debt's bipartisan Congressional Fiscal Leadership Council.

"Olympia brings a broad range of valuable leadership and public policy experience that will serve the board and the firm well," said Brian C. Rogers, chairman of T. Rowe Price Group. "A strong believer in bipartisan compromise, she has worked extensively on many complex and important issues relevant to our business, including budget and fiscal responsibility, education, retirement and aging, women's issues, health care, foreign affairs, and national security."

Senator Snowe holds a Bachelor of Arts degree in political science from the University of Maine and has received honorary doctorate degrees from Bowdoin College, Bates College, Colby College, University of Maine, University of Delaware, Northeastern University, and University of New Hampshire School of Law, among others.

Founded in 1937, Baltimore-based T. Rowe Price Group, Inc. ([troweprice.com](http://troweprice.com)) is a global investment management organization with \$617.4 billion in assets under management as of March 31, 2013. The organization provides a broad array of mutual funds, subadvisory services, and separate account management for individual and institutional investors, retirement plans, and financial intermediaries. The company also offers sophisticated investment planning and guidance tools. T. Rowe Price's disciplined, risk-aware investment approach focuses on diversification, style consistency, and fundamental research.

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