

13FCONF NON-PUBLIC
11/14/03

CONFIDENTIAL TREATMENT



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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549
Form 13F
Form 13F COVER PAGE

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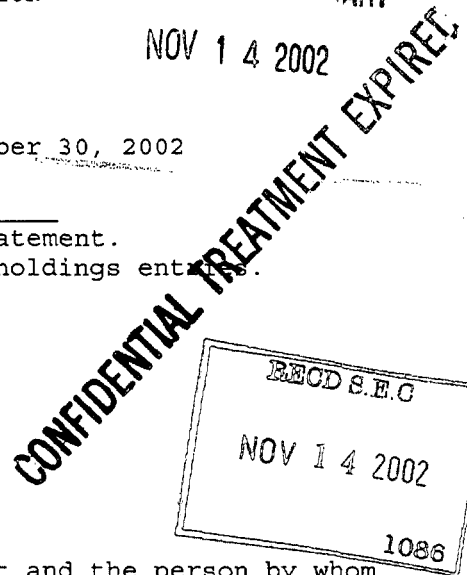
Report for the Calendar Year or Quarter Ended: September 30, 2002

Check here if Amendment []; Amendment Number: _____

This Amendment (Check only one.): [] is a restatement.
[] adds new holdings entered.

Institutional Investment Manager Filing this Report:

Name: T. Rowe Price Associates, Inc.
Address: 100 East Pratt Street
Baltimore, Maryland 21202



Form 13F File Number: 28-115

The institutional investment manager filing this report and the person by whom it is signed hereby represent that the person signing the report is authorized to submit it, that all information contained herein is true, correct and complete, and that it is understood that all required items, statements, schedules, lists, and tables, are considered integral parts of this form.

Person Signing this Report on Behalf of Reporting Manager:

Name: Henry H. Hopkins
Title: Managing Director
Phone: 410-345-6603

PROCESSED

FEB 04 2004

THOMSON
FINANCIAL

Signature, Place, and Date of Signing:

Henry H. Hopkins
[Signature]

Baltimore, Maryland
[City, State]

November 14, 2002
[Date]

Report type (Check only one.):

- [X] 13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)
- [] 13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)
- [] 13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager:
'NONE'

Report Summary:

Number of Other Included Managers:	N/A
Form 13F Information Table Entry Total:	81
Form 13F Information Table Value Total:	\$742,176

Information for which we are requesting confidential treatment has been omitted from the public 13F report and filed separately with the Commission.

Provide a numbered list of the name(s) and Form 13F file number(s) of all institutional investment managers with respect to which this report is filed, other than the manager filing this report.

"NONE"

ITEM 1	ITEM 2	ITEM 3	ITEM 4	ITEM 5	ITEM 6	ITEM 7	ITEM 8
OF ISSUER	TITLE	CUSIP	VALUE	SHARES OR	SH/	PUT	VOTING AUTHORITY (SHARES)
OF CLASS	OF CLASS	NUMBER	(x\$1000)	PRN AMOUNT	PRN	CALL	SOLE SHARED
							NONE REASON
IL CORP	COMM STK	09067J109	29,462	1,193,284	SH		478,900 0 714,384 P
MARK RX INC	COMM STK	141705103	343	20,200	SH		800 0 19,400 S
ORTON	COMM STK	23331A109	356	19,122	SH		7,178 0 11,944 S
RION THERAPEUTICS INC	COMM STK	29664R106	2,750	480,836	SH		55,306 0 425,530 P
SIL CORP	COMM STK	46069S109	21,218	1,637,160	SH		788,600 0 848,560 P
HARMACEUTICALS	COMM STK	464330109	2,455	249,000	SH		69,600 0 179,400 P
DA CORPORATION	COMM STK	63172M101	686	131,400	SH		46,100 0 85,300 P
XX CORP COM PAR \$0.02	COMM STK	640520300	202	517,800	SH		153,000 0 364,800 P
TEGIC DIAGNOSTICS	COMM STK	862700101	2,829	775,000	SH		0 0 775,000 P

COLUMN TOTAL

60,301

DATE TOTAL

60,301

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E OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	VALUE (x\$1000)	SHARES OR	SH/	PUT	INV	OTH	VOTING AUTHORITY (SHARES)			
				PRN AMOUNT	PRN	CALL	DISC		MGR	SOLE	SHARED	NONE REASON
CO SYSTEMS INC	COMM STK	17275R102	67,803	6,469,743	SH		SOLE		3,066,283	0	3,403,460	P
ERAL DYNAMICS CORPOR	COMM STK	369550108	1,749	21,502	SH		SOLE		4,852	0	16,650	S
ESIS MICROCHIP INC	COMM STK	37184C103	3,372	439,600	SH		SOLE		75,200	0	364,400	S
ENIUM PHARMACEUTICAL	COMM STK	599902103	4,064	436,097	SH		SOLE		213,597	0	222,500	P
RSEAS SHIPHOLDING GRO	COMM STK	690368105	4,523	296,000	SH		SOLE		86,000	0	210,000	P
IX PHARMACEUTICALS LTD	COMM STK	795435106	3,214	380,800	SH		SOLE		109,700	0	271,100	P
MA LTD	COMM STK	G9825R107	245	39,063	SH		SOLE		12,363	0	26,700	P

COLUMN TOTAL

84,970

DATE TOTAL

84,970

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OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	VALUE (x\$1000)	SHARES OR PRN AMOUNT	SH/ PRN CALL	INV DISC MGR	VOTING AUTHORITY (SHARES) SOLE SHARED NONE REASON
ORP.	COMM STK	001957109	63,850	5,316,397	SH	SOLE	4,619,997 0 696,400 P
J INC	COMM STK	090597105	1,572	53,700	SH	SOLE	0 0 53,700 S
DE COMM SYS	COMM STK	111621108	29,643	3,936,593	SH	SOLE	1,679,000 0 2,257,593 P
UNITY HEALTH SYSTEMS	COMM STK	203668108	538	20,200	SH	SOLE	0 0 20,200 S
W/FROST BANKERS INC	COMM STK	229899109	6,591	193,000	SH	SOLE	18,000 0 175,000 P
STEMS INC	COMM STK	233326107	11,667	395,900	SH	SOLE	323,800 0 72,100 P
TAR	COMM STK	278762109	13,210	763,600	SH	SOLE	332,200 0 431,400 S
THERAPEUTIC SYSTEM	COMM STK	457191104	9	1,800	SH	SOLE	200 0 1,600 P
INC	COMM STK	526872106	4,100	400,000	SH	SOLE	0 0 400,000 P
ELI) AND COMPANY	COMM STK	532457108	11,108	200,722	SH	SOLE	140,722 0 60,000 S
MUNE INC	COMM STK	584699102	13,410	641,024	SH	SOLE	391,024 0 250,000 P
PHARMACEUTICALS	COMM STK	683399109	157	36,601	SH	SOLE	11,301 0 25,300 P
FREE SOFTWARE INC	COMM STK	72940Q104	497	191,300	SH	SOLE	31,300 0 160,000 P
H CORP. OF SASKATCHE	COMM STK	73755L107	41,108	660,900	SH	SOLE	571,700 0 89,200 P
PAL FINANCIAL GROUP	COMM STK	74251V102	4,478	171,048	SH	SOLE	88,848 0 82,200 P
E MEDICAL INC	COMM STK	790849103	8,099	226,860	SH	SOLE	92,660 0 134,200 P
UL COMPANIES, INC.	COMM STK	792860108	25,131	875,037	SH	SOLE	592,237 0 282,800 P
RS MORRIS HARRIS GR	COMM STK	80000Q104	1,209	193,500	SH	SOLE	0 0 193,500 P
A PACIFIC RESOURCES	COMM STK	826428104	754	123,600	SH	SOLE	8,600 0 115,000 P
STREET CORPORATION	COMM STK	857477103	9,790	253,357	SH	SOLE	198,357 0 55,000 P

COLUMN TOTAL 246,921

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OF CLASS	OF CLASS	NUMBER	(x\$1000)	PRN AMOUNT	PRN	CALL	SOLE SHARED
ARD DATA SYSTEMS	COMM STK	867363103	11,326	582,318	SH		488,518 0 93,800 P
TMMASTER ONLINE CITY B	COMM STK	88633P203	3,451	226,300	SH		202,400 0 23,900 S
D STATES CELLULAR CO	CONV BND	911684AA6	5,916	16,400,000	PRN		1,550,000 0 14,850,000 P
NTURE LTD CL A	COMM STK	G1150G111	31,844	2,230,000	SH		925,500 0 1,304,500 P

COLUMN TOTAL

52,537

DATE TOTAL

299,458

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NAME OF ISSUER	TITLE OF CLASS	CUSIP NUMBER	VALUE (x\$1000)	SHARES OR PRN AMOUNT	SH/ PRN CALL	PUT DISC	INV MGR	OTH MGR	VOTING AUTHORITY (SHARES) SOLE SHARED NONE REASON			
ROTT LABORATORIES	COMM STK	002824100	16,738	414,304	SH		SOLE		313,904	0	100,400	P
ROPOSTALE INC	COMM STK	007865108	89	5,800	SH		SOLE		0	0	5,800	P
LENT TECH INC	COMM STK	00846U101	8,205	628,229	SH		SOLE		48,229	0	580,000	P
3AC FINANCIAL GROUP INC	COMM STK	023139108	10,563	196,003	SH		SOLE		35,203	0	160,800	P
ELIN PHARMACEUTICALS	COMM STK	032346108	6,000	361,000	SH		SOLE		118,000	0	243,000	P
BUSINESS OBJECTS S.A.	ADR	12328X107	246	23,200	SH		SOLE		14,200	0	9,000	P
RNIVAL CORP.	COMM STK	143658102	29,142	1,161,023	SH		SOLE		345,523	0	815,500	P
APULT COMMUNICATIONS	COMM STK	149016107	2,194	225,000	SH		SOLE		0	0	225,000	P
CA-COLA BOTTLING CO. COI	COMM STK	191098102	1,175	25,002	SH		SOLE		0	0	25,002	P
NSTELLATION BRANDS	COMM STK	21036P108	259	11,200	SH		SOLE		8,500	0	2,700	P
ANE CO.	COMM STK	224399105	5,412	273,906	SH		SOLE		52,006	0	221,900	P
K HEALTHCARE	COMM STK	232861104	452	50,500	SH		SOLE		36,000	0	14,500	P
ERE & COMPANY	COMM STK	244199105	33,886	745,573	SH		SOLE		191,773	0	553,800	P
UCATION MANAGEMENT CO	COMM STK	28139T101	3,165	71,500	SH		SOLE		24,000	0	47,500	P
N LABS INC	COMM STK	29412E100	595	27,560	SH		SOLE		0	0	27,560	P
AR CORP	COMM STK	300645108	3,333	288,600	SH		SOLE		33,800	0	254,800	P
HEAD SCIENCES INC	COMM STK	375558103	6,726	200,600	SH		SOLE		0	0	200,600	P
FFON CORPORATION	COMM STK	398433102	2,663	250,000	SH		SOLE		0	0	250,000	P
DANT CORP	COMM STK	401698105	8,078	250,000	SH		SOLE		0	0	250,000	P
EL CORP.	COMM STK	458140100	22,502	1,620,000	SH		SOLE		0	0	1,620,000	P
COLUMN TOTAL			161,423									

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TY MEDIA CORP A	COMM STK	530718105	8,235	1,146,900	SH	SOLE	407,700 0 739,200 P
D PHARMACEUTICALS	COMM STK	53220K207	377	55,420	SH	SOLE	5,420 0 50,000 P
ALAY RESORT GROUP	COMM STK	562567107	1,077	32,100	SH	SOLE	15,800 0 16,300 P
SSON HBOC INC	COMM STK	58155Q103	4,601	162,424	SH	SOLE	67,524 0 94,900 P
CHIP TECHNOLOGY INC	COMM STK	595017104	14,992	733,100	SH	SOLE	542,500 0 190,600 P
ALS TECHNOLOGIES	COMM STK	603158106	4,852	130,900	SH	SOLE	29,000 0 101,900 P
EL COMMUNICATIONS, INC	COMM STK	65332V103	8,011	1,061,013	SH	SOLE	544,513 0 516,500 P
ENICS PHARMACEUTICAL	COMM STK	743187106	67	13,400	SH	SOLE	2,800 0 10,600 P
URCES CONNECTION	COMM STK	76122Q105	2,957	205,200	SH	SOLE	100 0 205,100 P
R INDUSTRIES INC	COMM STK	776696106	6,362	184,400	SH	SOLE	169,900 0 14,500 P
ECHNOLOGIES INC	COMM STK	78387P103	1,343	187,500	SH	SOLE	3,600 0 183,900 P
RING-PLOUGH CORP.	COMM STK	806605101	16,644	780,664	SH	SOLE	514,164 0 266,500 P
INC.	COMM STK	808905103	4,952	194,561	SH	SOLE	103,861 0 90,700 P
BS INC	COMM STK	879664100	6,051	1,486,686	SH	SOLE	136,686 0 1,350,000 P
ELERS PROP CASUALTY	COMM STK	89420G109	19,002	1,439,572	SH	SOLE	849,551 0 590,021 P
D THERAPEUTICS CORP	COMM STK	91307C102	4,463	271,280	SH	SOLE	87,910 0 183,370 P
AS SOFTWARE CO	COMM STK	923436109	11,068	752,381	SH	SOLE	157,281 0 595,100 P
OVIA CORPORATION	COMM STK	929903102	2,942	90,000	SH	SOLE	0 0 90,000 P
ELL TECHNOLOGY GROU	COMM STK	G5876H105	5,914	373,100	SH	SOLE	242,900 0 130,200 P
RS INDUSTRIES LTD	COMM STK	G6359F103	5,308	162,080	SH	SOLE	2,180 0 159,900 P
COLUMN TOTAL			129,218				

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OF CLASS	OF CLASS	NUMBER	(x\$1000)	PRN AMOUNT	PRN	CALL	SOLE SHARED
OTTISH ANNUITY & LIFE HLC COMM STK		G7885T104	6,806	399,200	SH		134,200 0 265,000 P
	COLUMN TOTAL		6,806				
	DATE TOTAL		297,447				
	GRAND TOTAL		742,176				

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