



SEMIANNUAL REPORT

June 30, 2023

PRDMX

T. ROWE PRICE

**Diversified Mid-Cap
Growth Fund**

RPTTX

**Diversified Mid-Cap
Growth Fund–I Class**

For more insights from T. Rowe Price
investment professionals, go to
troweprice.com.

Go Paperless

Sign up for e-delivery of your statements, confirmations, and prospectuses or shareholder reports.



TO ENROLL:

If you invest directly with T. Rowe Price, go to **troweprice.com/paperless**.

If you invest through an investment advisor, a bank, or a brokerage firm, please contact that organization and ask if it can provide electronic documentation.

It's fast—receive your statements and confirmations faster than U.S. mail.

It's convenient—access your important account documents whenever you need them.

It's secure—we protect your online accounts using “True Identity” to confirm new accounts and make verification faster and more secure.

It can save you money—where applicable, T. Rowe Price passes on the cost savings to fund holders.*

Log in to your account at **troweprice.com** for more information.

*Certain mutual fund accounts that are assessed an annual account service fee can also save money by switching to e-delivery.

Dear Shareholder

Most major global stock and bond indexes produced positive returns during the first half of your fund's fiscal year, the six-month period ended June 30, 2023. Despite turmoil in the banking sector and a protracted debt ceiling standoff, markets were resilient as growth remained positive in the major economies and corporate earnings results came in stronger than expected.

For the six-month period, the technology-oriented Nasdaq Composite Index gained more than 30%, the strongest result of the major benchmarks, as tech companies benefited from investor enthusiasm for artificial intelligence applications. Growth stocks outperformed value shares, and developed market stocks generally outpaced their emerging market counterparts. Currency movements were mixed over the period, although a weaker dollar versus major European currencies was beneficial for U.S. investors in European securities.

Within the S&P 500 Index, the information technology, communication services, and consumer discretionary sectors were all lifted by the tech rally and recorded significant gains. Conversely, the defensive utilities sector had the weakest returns in the growth-focused environment, and the energy sector also lost ground amid declining oil prices. The financials sector partly recovered from the failure of three large regional banks during the period but still finished with modest losses.

Cheaper oil contributed to slowing inflation, although core inflation readings—which exclude volatile food and energy prices—remained stubbornly high. In response, the Federal Reserve raised its short-term lending benchmark rate to a target range of 5.00% to 5.25% by early May, the highest level since 2007. The Fed held rates steady at its June meeting, but policymakers indicated that two more rate hikes could come by the end of the year.

In the fixed income market, returns were generally positive across most sectors as investors benefited from the higher interest rates that have become available over the past year. Investment-grade corporate bonds were supported by generally solid balance sheets and were among the strongest performers.

Global economies and markets showed surprising resilience in recent months, but, moving into the second half of 2023, we believe investors could face potential challenges. The impact of the Fed's rate hikes has yet to be fully felt in the economy, and while the regional banking turmoil appears to have been contained by the swift actions of regulators, it could weigh on credit conditions. Moreover, market consensus still seems to point to a coming recession, although hopes have emerged that such a downturn could be more modest.

We believe this environment makes skilled active management a critical tool for identifying risks and opportunities, and our investment teams will continue to use fundamental research to identify securities that can add value to your portfolio over the long term.

You may notice that this report no longer contains the commentary on your fund's performance and positioning that we previously included in the semiannual shareholder letters. The Securities and Exchange Commission (SEC) adopted new rules in January that will require fund reports to transition to a new format known as a Tailored Shareholder Report. This change will require a much more concise summary of performance rather than the level of detail we have provided historically while also aiming to be more visually engaging. As we prepare to make changes to the annual reports to meet the new report regulatory requirements by mid-2024, we felt the time was right to discontinue the optional six-month semiannual fund letter to focus on the changes to come.

While semiannual fund letters will no longer be produced, you may continue to access current fund information as well as insights and perspectives from our investment team on our personal investing website.

Thank you for your continued confidence in T. Rowe Price.

Sincerely,

A handwritten signature in black ink, appearing to read "Robert M. Sharps". The signature is fluid and cursive, with a large initial "R" and "S".

Robert Sharps
CEO and President

SECTOR DIVERSIFICATION		
Percent of Net Assets as of 6/30/23	Diversified Mid-Cap Growth Fund	Russell Midcap Growth Index
Information Technology	23.6%	21.7%
Industrials and Business Services	20.7	19.3
Health Care	18.5	21.9
Consumer Discretionary	13.5	12.8
Financials	7.8	9.8
Communication Services	4.1	4.3
Energy	4.0	3.6
Consumer Staples	3.1	3.1
Materials	2.3	1.4
Real Estate	2.1	1.7
Utilities	0.1	0.4
Other and Reserves	0.2	0.0
Total	100.0%	100.0%

PORTFOLIO HIGHLIGHTS

TWENTY-FIVE LARGEST HOLDINGS

	Percent of Net Assets 6/30/23
Hilton Worldwide Holdings	1.4%
Dexcom	1.4
Amphenol	1.2
Microchip Technology	1.2
Trade Desk	1.1
IQVIA Holdings	1.1
Cintas	1.1
AmerisourceBergen	1.1
Apollo Global Management	1.0
Cheniere Energy	1.0
Paychex	1.0
CrowdStrike Holdings	1.0
Fastenal	1.0
Ross Stores	1.0
West Pharmaceutical Services	1.0
MongoDB	1.0
Rockwell Automation	1.0
Copart	1.0
HubSpot	1.0
Omnicom Group	1.0
AutoZone	0.9
Old Dominion Freight Line	0.9
Veeva Systems	0.9
Mettler-Toledo International	0.9
Arthur J Gallagher	0.9
Total	26.1%

Note: The information shown does not reflect any exchange-traded funds (ETFs), cash reserves, or collateral for securities lending that may be held in the portfolio.

FUND EXPENSE EXAMPLE

As a mutual fund shareholder, you may incur two types of costs: (1) transaction costs, such as redemption fees or sales loads, and (2) ongoing costs, including management fees, distribution and service (12b-1) fees, and other fund expenses. The following example is intended to help you understand your ongoing costs (in dollars) of investing in the fund and to compare these costs with the ongoing costs of investing in other mutual funds. The example is based on an investment of \$1,000 invested at the beginning of the most recent six-month period and held for the entire period.

Please note that the fund has two share classes: The original share class (Investor Class) charges no distribution and service (12b-1) fee, and the I Class shares are also available to institutionally oriented clients and impose no 12b-1 or administrative fee payment. Each share class is presented separately in the table.

Actual Expenses

The first line of the following table (Actual) provides information about actual account values and expenses based on the fund's actual returns. You may use the information on this line, together with your account balance, to estimate the expenses that you paid over the period. Simply divide your account value by \$1,000 (for example, an \$8,600 account value divided by \$1,000 = 8.6), then multiply the result by the number on the first line under the heading "Expenses Paid During Period" to estimate the expenses you paid on your account during this period.

Hypothetical Example for Comparison Purposes

The information on the second line of the table (Hypothetical) is based on hypothetical account values and expenses derived from the fund's actual expense ratio and an assumed 5% per year rate of return before expenses (not the fund's actual return). You may compare the ongoing costs of investing in the fund with other funds by contrasting this 5% hypothetical example and the 5% hypothetical examples that appear in the shareholder reports of the other funds. The hypothetical account values and expenses may not be used to estimate the actual ending account balance or expenses you paid for the period.

Note: T. Rowe Price charges an annual account service fee of \$20, generally for accounts with less than \$10,000. The fee is waived for any investor whose T. Rowe Price mutual fund accounts total \$50,000 or more; accounts electing to receive electronic delivery of account statements, transaction confirmations, prospectuses, and shareholder reports; or accounts of an investor who is a T. Rowe Price Personal Services or Enhanced Personal Services client (enrollment in these programs generally requires T. Rowe Price assets of at least \$250,000). This fee is not included in the accompanying table. If you are subject to the fee, keep it in mind when you are estimating the ongoing expenses of investing in the fund and when comparing the expenses of this fund with other funds.

You should also be aware that the expenses shown in the table highlight only your ongoing costs and do not reflect any transaction costs, such as redemption fees or sales loads. Therefore, the second line of the table is useful in comparing ongoing costs only and will not help you determine the relative total costs of owning different funds. To the extent a fund charges transaction costs, however, the total cost of owning that fund is higher.

FUND EXPENSE EXAMPLE (CONTINUED)

DIVERSIFIED MID-CAP GROWTH FUND			
	Beginning Account Value 1/1/23	Ending Account Value 6/30/23	Expenses Paid During Period* 1/1/23 to 6/30/23
Investor Class			
Actual	\$1,000.00	\$1,149.40	\$4.58
Hypothetical (assumes 5% return before expenses)	1,000.00	1,020.53	4.31
I Class			
Actual	1,000.00	1,150.70	3.63
Hypothetical (assumes 5% return before expenses)	1,000.00	1,021.42	3.41
* Expenses are equal to the fund's annualized expense ratio for the 6-month period, multiplied by the average account value over the period, multiplied by the number of days in the most recent fiscal half year (181), and divided by the days in the year (365) to reflect the half-year period. The annualized expense ratio of the Investor Class was 0.86%, and the I Class was 0.68%.			

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

(Unaudited)

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Investor Class

	6 Months Ended 6/30/23	Year Ended 12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
NET ASSET VALUE						
Beginning of period	\$ 35.28	\$ 47.37	\$ 46.04	\$ 36.66	\$ 27.13	\$ 29.40
Investment activities						
Net investment income (loss) ⁽¹⁾⁽²⁾	— ⁽³⁾	(0.03)	(0.20)	(0.03)	0.07	0.10 ⁽⁴⁾
Net realized and unrealized gain/loss	5.27	(11.63)	6.33	11.63	10.20	(0.95)
Total from investment activities	5.27	(11.66)	6.13	11.60	10.27	(0.85)
Distributions						
Net investment income	—	—	—	(0.02)	(0.05)	(0.09)
Net realized gain	—	(0.43)	(4.80)	(2.20)	(0.69)	(1.33)
Total distributions	—	(0.43)	(4.80)	(2.22)	(0.74)	(1.42)
NET ASSET VALUE						
End of period	\$ 40.55	\$ 35.28	\$ 47.37	\$ 46.04	\$ 36.66	\$ 27.13

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

(Unaudited)

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

Investor Class

	6 Months Ended 6/30/23	Year Ended 12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
--	------------------------------	---------------------------	----------	----------	----------	----------

Ratios/Supplemental Data

Total return⁽²⁾⁽⁵⁾	14.94%	(24.63)%	13.74%	31.80%	37.90%	(3.11)%
--------------------------------------	---------------	-----------------	---------------	---------------	---------------	----------------

Ratios to average net assets:⁽²⁾

Gross expenses before waivers/ payments by Price Associates	0.86% ⁽⁶⁾	0.87%	0.79%	0.80%	0.80%	0.83%
Net expenses after waivers/payments by Price Associates	0.86% ⁽⁶⁾	0.87%	0.79%	0.80%	0.80%	0.83%
Net investment income (loss)	(0.01)% ⁽⁶⁾	(0.08)%	(0.41)%	(0.08)%	0.20%	0.33% ⁽⁴⁾
Portfolio turnover rate	24.4%	30.5%	33.3%	60.0%	10.9%	20.1%
Net assets, end of period (in millions)	\$1,001	\$922	\$1,926	\$1,761	\$1,467	\$904

⁽¹⁾ Per share amounts calculated using average shares outstanding method.

⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.

⁽³⁾ Amounts round to less than \$0.01 per share.

⁽⁴⁾ Reflects a special dividend which amounted to \$0.05 per share and 0.15% of average net assets.

⁽⁵⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable. Total return is not annualized for periods less than one year.

⁽⁶⁾ Annualized

The accompanying notes are an integral part of these financial statements.

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

(Unaudited)

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

I Class

	6 Months Ended 6/30/23	Year Ended 12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
NET ASSET VALUE						
Beginning of period	\$ 35.38	\$ 47.41	\$ 46.09	\$ 36.68	\$ 27.14	\$ 29.41
Investment activities						
Net investment income (loss) ⁽¹⁾⁽²⁾	0.03	0.06	(0.13)	0.01	0.14	0.15 ⁽³⁾
Net realized and unrealized gain/loss	5.30	(11.66)	6.33	11.66	10.18	(0.96)
Total from investment activities	5.33	(11.60)	6.20	11.67	10.32	(0.81)
Distributions						
Net investment income	—	—	—	(0.02)	(0.09)	(0.13)
Net realized gain	—	(0.43)	(4.88)	(2.24)	(0.69)	(1.33)
Total distributions	—	(0.43)	(4.88)	(2.26)	(0.78)	(1.46)
NET ASSET VALUE						
End of period	\$ 40.71	\$ 35.38	\$ 47.41	\$ 46.09	\$ 36.68	\$ 27.14

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

(Unaudited)

FINANCIAL HIGHLIGHTS

For a share outstanding throughout each period

I Class

	6 Months Ended 6/30/23	Year Ended 12/31/22	12/31/21	12/31/20	12/31/19	12/31/18
--	------------------------------	---------------------------	----------	----------	----------	----------

Ratios/Supplemental Data

Total return⁽²⁾⁽⁴⁾	15.07%	(24.48)%	13.88%	31.99%	38.07%	(2.98)%
--------------------------------------	---------------	-----------------	---------------	---------------	---------------	----------------

Ratios to average net assets:⁽²⁾

Gross expenses before waivers/ payments by Price Associates	0.68% ⁽⁵⁾	0.68%	0.65%	0.66%	0.67%	0.69%
Net expenses after waivers/payments by Price Associates	0.68% ⁽⁵⁾	0.68%	0.65%	0.66%	0.67%	0.69%
Net investment income (loss)	0.17% ⁽⁵⁾	0.17%	(0.27)%	0.03%	0.39%	0.48% ⁽³⁾
Portfolio turnover rate	24.4%	30.5%	33.3%	60.0%	10.9%	20.1%
Net assets, end of period (in thousands)	\$972,796	\$823,847	\$577,684	\$531,487	\$324,557	\$33,670

⁽¹⁾ Per share amounts calculated using average shares outstanding method.

⁽²⁾ See Note 6 for details of expense-related arrangements with Price Associates.

⁽³⁾ Reflects a special dividend which amounted to \$0.05 per share and 0.15% of average net assets.

⁽⁴⁾ Total return reflects the rate that an investor would have earned on an investment in the fund during each period, assuming reinvestment of all distributions, and payment of no redemption or account fees, if applicable. Total return is not annualized for periods less than one year.

⁽⁵⁾ Annualized

The accompanying notes are an integral part of these financial statements.

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

June 30, 2023 (Unaudited)

PORTFOLIO OF INVESTMENTS†
Shares
\$ Value

(Cost and value in \$000s)

COMMON STOCKS 98.8%
COMMUNICATION SERVICES 4.0%
Entertainment 1.2%

Electronic Arts	31,000	4,021
Endeavor Group Holdings, Class A (1)	107,300	2,567
ROBLOX, Class A (1)	114,200	4,602
Spotify Technology (1)	41,267	6,625
Take-Two Interactive Software (1)	41,353	6,086
		23,901

Interactive Media & Services 0.4%

Match Group (1)	150,730	6,308
Pinterest, Class A (1)	68,700	1,878
		8,186

Media 2.4%

Fox, Class B	221,300	7,057
Omnicom Group	195,600	18,611
Trade Desk, Class A (1)	288,508	22,279
		47,947
Total Communication Services		80,034

CONSUMER DISCRETIONARY 13.5%
Automobile Components 0.2%

Aptiv (1)	27,372	2,794
Mobileye Global, Class A (1)(2)	24,352	936
		3,730

Broadline Retail 0.6%

Coupang, Class A (1)	417,800	7,270
Etsy (1)	27,440	2,321
Ollie's Bargain Outlet Holdings (1)	39,200	2,271
		11,862

Distributors 0.7%

Genuine Parts	25,400	4,299
Pool	25,700	9,628
		13,927

Diversified Consumer Services 0.3%

Bright Horizons Family Solutions (1)	31,300	2,894
Duolingo (1)	12,400	1,772
Service Corp International	33,512	2,165
		6,831

Hotels, Restaurants & Leisure 5.2%

Caesars Entertainment (1)	79,600	4,057
---------------------------	--------	-------

	Shares	\$ Value
(Cost and value in \$000s)		
Chipotle Mexican Grill (1)	2,600	5,561
Churchill Downs	44,900	6,249
Darden Restaurants	59,500	9,941
Domino's Pizza	19,000	6,403
DraftKings, Class A (1)	164,280	4,365
Hilton Worldwide Holdings	191,390	27,857
Hyatt Hotels, Class A	16,700	1,913
MGM Resorts International	181,000	7,950
Restaurant Brands International (2)	67,700	5,248
Vail Resorts	7,200	1,813
Wingstop	20,600	4,123
Wynn Resorts	23,222	2,452
Yum! Brands	106,400	14,742
		102,674
Household Durables 0.6%		
NVR (1)	1,769	11,234
		11,234
Leisure Products 0.1%		
Mattel (1)	111,500	2,179
		2,179
Specialty Retail 5.1%		
AutoZone (1)	7,376	18,391
Burlington Stores (1)	33,948	5,343
Chewy, Class A (1)	50,084	1,977
Five Below (1)	36,200	7,115
Floor & Decor Holdings, Class A (1)(2)	46,700	4,855
O'Reilly Automotive (1)	3,800	3,630
RH (1)(2)	8,200	2,702
Ross Stores	173,200	19,421
Tractor Supply	78,300	17,312
Ulta Beauty (1)	32,995	15,527
Williams-Sonoma (2)	33,800	4,230
		100,503
Textiles, Apparel & Luxury Goods 0.7%		
Lululemon Athletica (1)	24,120	9,129
Skechers USA, Class A (1)	71,400	3,760
		12,889
Total Consumer Discretionary		265,829
CONSUMER STAPLES 3.2%		
Beverages 0.8%		
Brown-Forman, Class B	87,692	5,856
Celsius Holdings (1)	43,400	6,475

	Shares	\$ Value
(Cost and value in \$000s)		
Constellation Brands, Class A	10,800	2,658
		14,989
Consumer Staples Distribution & Retail 1.5%		
BJ's Wholesale Club Holdings (1)	167,474	10,552
Casey's General Stores	11,789	2,875
Dollar General	13,800	2,343
Dollar Tree (1)	35,600	5,109
Performance Food Group (1)	142,000	8,554
		29,433
Food Products 0.4%		
Darling Ingredients (1)	39,300	2,507
Hershey	14,400	3,596
Tyson Foods, Class A	28,900	1,475
		7,578
Household Products 0.1%		
Church & Dwight	19,483	1,953
		1,953
Personal Care Products 0.4%		
elf Beauty (1)	42,100	4,809
Kenvue (1)	107,900	2,851
		7,660
Total Consumer Staples		61,613
ENERGY 4.0%		
Energy Equipment & Services 0.6%		
Halliburton	350,382	11,559
		11,559
Oil, Gas & Consumable Fuels 3.4%		
APA	56,400	1,927
Cheniere Energy	130,600	19,898
Coterra Energy	244,200	6,178
Devon Energy	114,779	5,549
Diamondback Energy	28,400	3,731
Hess	78,494	10,671
Magnolia Oil & Gas, Class A	118,200	2,470
Matador Resources	28,100	1,470
Pioneer Natural Resources	29,500	6,112
Venture Global LNG, Series B, Acquisition Date: 3/8/18, Cost \$118 (1)(3)(4)	39	702
Venture Global LNG, Series C, Acquisition Date: 10/16/17 - 3/8/18, Cost \$1,703 (1)(3)(4)	458	8,244
		66,952
Total Energy		78,511

	Shares	\$ Value
(Cost and value in \$000s)		
FINANCIALS 7.7%		
Banks 0.2%		
NU Holdings, Class A (1)	618,900	4,883
		4,883
Capital Markets 3.0%		
Ares Management, Class A	37,600	3,623
Blue Owl Capital	293,000	3,414
Cboe Global Markets	17,893	2,469
FactSet Research Systems	26,350	10,557
LPL Financial Holdings	44,700	9,719
MarketAxess Holdings	23,700	6,196
Morningstar	12,054	2,363
MSCI	34,000	15,956
Tradeweb Markets, Class A	77,151	5,283
		59,580
Consumer Finance 0.1%		
Discover Financial Services	18,500	2,162
		2,162
Financial Services 2.3%		
Apollo Global Management	263,000	20,201
Block, Class A (1)	66,100	4,401
Euronet Worldwide (1)	36,400	4,272
FleetCor Technologies (1)	49,008	12,305
WEX (1)	26,600	4,843
		46,022
Insurance 2.1%		
Arthur J Gallagher	79,000	17,346
Assurant	10,520	1,323
Globe Life	22,300	2,444
Hartford Financial Services Group	209,000	15,052
Ryan Specialty Group Holdings (1)	135,800	6,096
		42,261
Total Financials		154,908
HEALTH CARE 18.4%		
Biotechnology 3.0%		
Alnylam Pharmaceuticals (1)	56,780	10,785
Apellis Pharmaceuticals (1)	67,300	6,131
Argenx, ADR (1)	11,417	4,450
Ascendis Pharma, ADR (1)	19,960	1,781
BioMarin Pharmaceutical (1)	25,311	2,194
BioNTech, ADR (1)	16,728	1,806
Blueprint Medicines (1)	40,300	2,547

	Shares	\$ Value
(Cost and value in \$000s)		
Exact Sciences (1)	49,418	4,640
Genmab, ADR (1)	87,777	3,336
Incyte (1)	31,000	1,930
Karuna Therapeutics (1)	19,753	4,283
Legend Biotech, ADR (1)	63,800	4,404
Neurocrine Biosciences (1)	70,522	6,650
Sarepta Therapeutics (1)	40,700	4,661
		59,598
Health Care Equipment & Supplies 5.9%		
Align Technology (1)	23,600	8,346
Dexcom (1)	213,400	27,424
Globus Medical, Class A (1)	44,800	2,667
IDEXX Laboratories (1)	23,200	11,652
Inspire Medical Systems (1)	25,300	8,214
Insulet (1)	45,806	13,208
Lantheus Holdings (1)	43,900	3,684
Novocure (1)	67,479	2,800
Penumbra (1)	25,091	8,633
QuidelOrtho (1)	20,700	1,715
ResMed	66,900	14,618
Shockwave Medical (1)	28,500	8,134
STERIS	19,500	4,387
Teleflex	6,100	1,476
		116,958
Health Care Providers & Services 2.8%		
Acadia Healthcare (1)	33,613	2,677
AmerisourceBergen	107,800	20,744
Centene (1)	35,053	2,365
McKesson	39,796	17,005
Molina Healthcare (1)	38,624	11,635
		54,426
Health Care Technology 0.9%		
Veeva Systems, Class A (1)	89,795	17,755
		17,755
Life Sciences Tools & Services 5.7%		
Agilent Technologies	142,000	17,076
Bio-Rad Laboratories, Class A (1)	8,511	3,227
Bio-Techne	152,200	12,424
Bruker	70,500	5,211
Charles River Laboratories International (1)	32,600	6,854
Illumina (1)	22,300	4,181
IQVIA Holdings (1)	98,000	22,027
Mettler-Toledo International (1)	13,500	17,707
Repligen (1)	33,304	4,711

	Shares	\$ Value
(Cost and value in \$000s)		
West Pharmaceutical Services	50,139	19,177
		112,595
Pharmaceuticals 0.1%		
Royalty Pharma, Class A	58,937	1,812
		1,812
Total Health Care		363,144
INDUSTRIALS & BUSINESS SERVICES 20.7%		
Aerospace & Defense 2.2%		
Axon Enterprise (1)	48,500	9,463
BWX Technologies	36,300	2,598
HEICO	43,300	7,661
Hexcel	34,200	2,600
Howmet Aerospace	99,800	4,946
Huntington Ingalls Industries	10,500	2,390
TransDigm Group	16,000	14,307
		43,965
Air Freight & Logistics 0.1%		
Expeditors International of Washington	22,700	2,750
		2,750
Building Products 1.6%		
A.O. Smith	34,000	2,475
Advanced Drainage Systems	16,000	1,820
Allegion	34,600	4,153
Carrier Global	40,400	2,008
Fortune Brands Innovations	39,751	2,860
Trane Technologies	69,000	13,197
Trex (1)	76,000	4,983
		31,496
Commercial Services & Supplies 3.6%		
Cintas	42,300	21,026
Clean Harbors (1)	50,900	8,370
Copart (1)	207,000	18,880
RB Global	37,200	2,232
Republic Services	65,300	10,002
Rollins	56,293	2,411
Waste Connections	54,675	7,815
		70,736
Construction & Engineering 1.2%		
Quanta Services	56,414	11,083
Valmont Industries	27,000	7,858
WillScot Mobile Mini Holdings (1)	95,300	4,554
		23,495

	Shares	\$ Value
(Cost and value in \$000s)		
Electrical Equipment 1.8%		
AMETEK	48,837	7,906
Hubbell	25,900	8,587
Rockwell Automation	58,112	19,145
		35,638
Ground Transportation 1.2%		
JB Hunt Transport Services	20,282	3,672
Landstar System	13,600	2,618
Old Dominion Freight Line	48,217	17,828
		24,118
Machinery 1.2%		
Graco	30,000	2,591
IDEX	10,375	2,233
Middleby (1)	30,078	4,446
Otis Worldwide	28,200	2,510
PACCAR	31,900	2,669
Toro	61,247	6,226
Westinghouse Air Brake Technologies	20,500	2,248
		22,923
Passenger Airlines 0.4%		
Alaska Air Group (1)	34,800	1,851
Southwest Airlines	109,400	3,961
United Airlines Holdings (1)	36,800	2,019
		7,831
Professional Services 4.6%		
Booz Allen Hamilton Holding	33,370	3,724
Broadridge Financial Solutions	63,571	10,529
Ceridian HCM Holding (1)	52,629	3,524
Equifax	26,000	6,118
FTI Consulting (1)	12,392	2,357
KBR	68,700	4,470
Paychex	177,500	19,857
Paycom Software	37,900	12,175
Paycor HCM (1)(2)	82,800	1,960
Paylocity Holding (1)	33,500	6,182
SS&C Technologies Holdings	41,400	2,509
TransUnion	61,596	4,825
Verisk Analytics	59,900	13,539
		91,769
Trading Companies & Distributors 2.8%		
Fastenal	333,900	19,697
Ferguson	36,500	5,742
SiteOne Landscape Supply (1)	51,754	8,661

	Shares	\$ Value
(Cost and value in \$000s)		
United Rentals	20,600	9,174
Watsco (2)	29,000	11,063
		54,337
Total Industrials & Business Services		409,058
INFORMATION TECHNOLOGY 22.7%		
Communications Equipment 0.9%		
Arista Networks (1)	60,666	9,831
Motorola Solutions	26,700	7,831
		17,662
Electronic Equipment, Instruments & Components 2.9%		
Amphenol, Class A	280,887	23,861
CDW	75,378	13,832
Cognex	50,000	2,801
Keysight Technologies (1)	46,700	7,820
Littelfuse	8,700	2,535
TE Connectivity	14,600	2,046
Zebra Technologies, Class A (1)	15,300	4,526
		57,421
IT Services 2.1%		
EPAM Systems (1)	8,872	1,994
Gartner (1)	46,606	16,326
Globant (1)	10,798	1,941
MongoDB (1)	46,655	19,175
VeriSign (1)	10,434	2,358
		41,794
Semiconductors & Semiconductor Equipment 5.9%		
Enphase Energy (1)	85,100	14,252
Entegris	106,300	11,780
First Solar (1)	14,160	2,692
Lattice Semiconductor (1)	148,179	14,235
Marvell Technology	63,707	3,808
Microchip Technology	259,668	23,264
MKS Instruments	17,400	1,881
Monolithic Power Systems	29,200	15,775
ON Semiconductor (1)	156,438	14,796
Onto Innovation (1)	24,100	2,807
Silicon Laboratories (1)	13,900	2,193
Skyworks Solutions	21,100	2,336
Teradyne	58,600	6,524
		116,343
Software 10.4%		
ANSYS (1)	29,700	9,809
AppLovin, Class A (1)(2)	97,200	2,501

	Shares	\$ Value
(Cost and value in \$000s)		
Atlassian, Class A (1)	9,600	1,611
Bentley Systems, Class B	126,457	6,858
BILL Holdings (1)	26,800	3,132
Cadence Design Systems (1)	46,995	11,021
Canva, Acquisition Date: 8/16/21 - 11/4/21, Cost \$1,936 (1)(3)(4)	1,136	806
Confluent, Class A (1)	74,452	2,629
CrowdStrike Holdings, Class A (1)	134,753	19,791
Databricks, Acquisition Date: 7/24/20 - 8/28/20, Cost \$835 (1)(3)(4)	52,161	3,816
Datadog, Class A (1)	154,446	15,194
Descartes Systems Group (1)	65,900	5,279
DoubleVerify Holdings (1)	70,475	2,743
Dynatrace (1)	150,873	7,765
Fair Isaac (1)	15,400	12,462
Fortinet (1)	96,670	7,307
HubSpot (1)	35,099	18,676
Informatica, Class A (1)	129,200	2,390
Manhattan Associates (1)	42,975	8,590
Monday.com (1)	27,200	4,657
nCino (1)	74,245	2,236
Procore Technologies (1)	34,970	2,276
PTC (1)	59,534	8,472
Samsara, Class A (1)	205,423	5,692
Snyk, Acquisition Date: 9/3/21, Cost \$1,690 (1)(3)(4)	117,787	1,197
Socure, Acquisition Date: 12/22/21, Cost \$432 (1)(3)(4)	26,874	201
Synopsys (1)	20,900	9,100
Tanium, Class B, Acquisition Date: 9/24/20, Cost \$547 (1)(3)(4)	48,005	212
Tyler Technologies (1)	24,544	10,222
Workiva (1)	26,500	2,694
Zscaler (1)	109,000	15,947
		205,286
Technology Hardware, Storage & Peripherals 0.5%		
Pure Storage, Class A (1)	129,400	4,765
Super Micro Computer (1)	21,200	5,284
		10,049
Total Information Technology		448,555
MATERIALS 2.4%		
Chemicals 1.2%		
Albemarle	20,500	4,573
CF Industries Holdings	25,800	1,791
Corteva	71,700	4,108
Nutrien	31,600	1,866
PPG Industries	56,700	8,409

	Shares	\$ Value
(Cost and value in \$000s)		
RPM International	26,273	2,358
		23,105
Construction Materials 0.5%		
Vulcan Materials	43,200	9,739
		9,739
Containers & Packaging 0.5%		
Avery Dennison	33,100	5,687
Ball	26,147	1,522
Sealed Air	61,646	2,466
		9,675
Metals & Mining 0.2%		
Steel Dynamics	32,200	3,508
		3,508
Total Materials		46,027
REAL ESTATE 2.1%		
Industrial Real Estate Investment Trusts 0.1%		
Rexford Industrial Realty, REIT	43,300	2,261
		2,261
Real Estate Management & Development 0.4%		
CoStar Group (1)	83,600	7,440
		7,440
Residential Real Estate Investment Trusts 0.3%		
Equity LifeStyle Properties, REIT	78,100	5,224
		5,224
Retail Real Estate Investment Trusts 0.4%		
Simon Property Group, REIT	71,400	8,245
		8,245
Specialized Real Estate Investment Trusts 0.9%		
CubeSmart, REIT	141,300	6,311
Lamar Advertising, Class A, REIT	69,120	6,860
SBA Communications, REIT	22,300	5,168
		18,339
Total Real Estate		41,509
UTILITIES 0.1%		
Independent Power & Renewable Electricity Producers 0.1%		
Vistra	83,700	2,197
Total Utilities		2,197
Total Common Stocks (Cost \$1,360,994)		1,951,385

	Shares	\$ Value
(Cost and value in \$000s)		
CONVERTIBLE PREFERRED STOCKS 0.9%		
HEALTH CARE 0.0%		
Biotechnology 0.0%		
Caris Life Sciences, Series D, Acquisition Date: 5/11/21, Cost \$1,627 (1)(3)(4)	200,815	1,075
Total Health Care		1,075
INFORMATION TECHNOLOGY 0.9%		
Software 0.9%		
Canva, Series A, Acquisition Date: 11/4/21, Cost \$116 (1)(3)(4)	68	48
Canva, Series A-3, Acquisition Date: 11/4/21, Cost \$5 (1)(3)(4)	3	2
Databricks, Series F, Acquisition Date: 10/22/19, Cost \$1,552 (1) (3)(4)	108,447	7,934
Databricks, Series G, Acquisition Date: 2/1/21, Cost \$774 (1)(3)(4)	13,101	958
Databricks, Series H, Acquisition Date: 8/31/21, Cost \$2,225 (1) (3)(4)	30,282	2,215
DataRobot, Series G, Acquisition Date: 6/11/21, Cost \$2,174 (1) (3)(4)	79,458	303
Rappi, Series E, Acquisition Date: 9/8/20, Cost \$2,929 (1)(3)(4)	49,017	1,765
Snyk, Series F, Acquisition Date: 9/3/21, Cost \$2,816 (1)(3)(4)	197,401	2,006
Socure, Series A, Acquisition Date: 12/22/21, Cost \$525 (1)(3)(4)	32,662	244
Socure, Series A-1, Acquisition Date: 12/22/21, Cost \$431 (1)(3)(4)	26,807	201
Socure, Series B, Acquisition Date: 12/22/21, Cost \$8 (1)(3)(4)	485	4
Socure, Series E, Acquisition Date: 10/27/21, Cost \$998 (1)(3)(4)	62,133	465
Tanium, Series G, Acquisition Date: 8/26/15, Cost \$985 (1)(3)(4)	198,465	875
Total Information Technology		17,020
Total Convertible Preferred Stocks (Cost \$17,165)		18,095
SHORT-TERM INVESTMENTS 0.1%		
Money Market Funds 0.1%		
T. Rowe Price Government Reserve Fund, 5.13% (5)(6)	1,007,703	1,008
Total Short-Term Investments (Cost \$1,008)		1,008

	Shares	\$ Value
(Cost and value in \$000s)		
SECURITIES LENDING COLLATERAL 1.2%		
INVESTMENTS IN A POOLED ACCOUNT THROUGH SECURITIES LENDING PROGRAM WITH STATE STREET BANK AND TRUST COMPANY 1.2%		
Money Market Funds 1.2%		
T. Rowe Price Government Reserve Fund, 5.13% (5)(6)	23,450,444	23,450
Total Investments in a Pooled Account through Securities Lending Program with State Street Bank and Trust Company		23,450
Total Securities Lending Collateral (Cost \$23,450)		23,450
Total Investments in Securities		
101.0% of Net Assets		
(Cost \$1,402,617)		\$ 1,993,938

‡ Shares are denominated in U.S. dollars unless otherwise noted.

(1) Non-income producing

(2) See Note 3. All or a portion of this security is on loan at June 30, 2023.

(3) See Note 2. Level 3 in fair value hierarchy.

(4) Security cannot be offered for public resale without first being registered under the Securities Act of 1933 and related rules ("restricted security"). Acquisition date represents the day on which an enforceable right to acquire such security is obtained and is presented along with related cost in the security description. The fund may have registration rights for certain restricted securities. Any costs related to such registration are generally borne by the issuer. The aggregate value of restricted securities (excluding 144A holdings) at period end amounts to \$33,273 and represents 1.7% of net assets.

(5) Seven-day yield

(6) Affiliated Companies

ADR American Depositary Receipts

REIT A domestic Real Estate Investment Trust whose distributions pass-through with original tax character to the shareholder

AFFILIATED COMPANIES

(\$000s)

The fund may invest in certain securities that are considered affiliated companies. As defined by the 1940 Act, an affiliated company is one in which the fund owns 5% or more of the outstanding voting securities, or a company that is under common ownership or control. The following securities were considered affiliated companies for all or some portion of the six months ended June 30, 2023. Net realized gain (loss), investment income, change in net unrealized gain/loss, and purchase and sales cost reflect all activity for the period then ended.

Affiliate	Net Realized Gain (Loss)	Change in Net Unrealized Gain/Loss	Investment Income
T. Rowe Price Government Reserve Fund, 5.13%	\$ —	\$ —	\$ 29++
Totals	\$ —#	\$ —	\$ 29+

Supplementary Investment Schedule

Affiliate	Value 12/31/22	Purchase Cost	Sales Cost	Value 06/30/23
T. Rowe Price Government Reserve Fund, 5.13%	\$ 7,718	□	□	\$ 24,458
Total			\$	24,458^

- # Capital gain distributions from underlying Price funds represented \$0 of the net realized gain (loss).
- ++ Excludes earnings on securities lending collateral, which are subject to rebates and fees as described in Note 3.
- + Investment income comprised \$29 of dividend income and \$0 of interest income.
- Purchase and sale information not shown for cash management funds.
- ^ The cost basis of investments in affiliated companies was \$24,458.

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

June 30, 2023 (Unaudited)

STATEMENT OF ASSETS AND LIABILITIES

(\$000s, except shares and per share amounts)

Assets

Investments in securities, at value (cost \$1,402,617)	\$	1,993,938
Receivable for investment securities sold		33,293
Receivable for shares sold		3,215
Dividends receivable		818
Other assets		67
Total assets		<u>2,031,331</u>

Liabilities

Payable for investment securities purchased		32,221
Obligation to return securities lending collateral		23,450
Payable for shares redeemed		1,000
Investment management fees payable		996
Due to affiliates		121
Payable to directors		2
Other liabilities		242
Total liabilities		<u>58,032</u>

NET ASSETS

\$ 1,973,299

Net Assets Consist of:

Total distributable earnings (loss)	\$	640,009
Paid-in capital applicable to 48,569,359 shares of \$0.0001 par value capital stock outstanding; 1,000,000,000 shares authorized		<u>1,333,290</u>

NET ASSETS

\$ 1,973,299

NET ASSET VALUE PER SHARE

Investor Class

(Net assets: \$1,000,503; Shares outstanding: 24,673,743) **\$ 40.55**

I Class

(Net assets: \$972,796; Shares outstanding: 23,895,616) **\$ 40.71**

The accompanying notes are an integral part of these financial statements.

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

(Unaudited)

STATEMENT OF OPERATIONS

(\$000s)

		6 Months Ended 6/30/23
Investment Income (Loss)		
Income		
Dividend (net of foreign taxes of \$19)	\$	7,806
Securities lending		10
Other		1
Total income		7,817
Expenses		
Investment management		5,833
Shareholder servicing		
Investor Class	\$	911
I Class		87
Prospectus and shareholder reports		998
Investor Class		42
I Class		9
Custody and accounting		107
Registration		37
Proxy and annual meeting		33
Legal and audit		15
Directors		3
Miscellaneous		24
Total expenses		7,101
Net investment income		716
Realized and Unrealized Gain / Loss		
Net realized gain on securities		103,407
Change in net unrealized gain / loss on securities		154,941
Net realized and unrealized gain / loss		258,348
INCREASE IN NET ASSETS FROM OPERATIONS	\$	259,064

The accompanying notes are an integral part of these financial statements.

(Unaudited)

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	6 Months Ended 6/30/23	Year Ended 12/31/22
Increase (Decrease) in Net Assets		
Operations		
Net investment income	\$ 716	\$ 486
Net realized gain (loss)	103,407	(54,059)
Change in net unrealized gain / loss	154,941	(558,048)
Increase (decrease) in net assets from operations	259,064	(611,621)
Distributions to shareholders		
Net earnings		
Investor Class	-	(11,241)
I Class	-	(9,942)
Decrease in net assets from distributions	-	(21,183)
Capital share transactions*		
Shares sold		
Investor Class	55,215	143,540
I Class	98,155	543,034
Distributions reinvested		
Investor Class	-	11,069
I Class	-	9,572
Shares redeemed		
Investor Class	(110,299)	(709,077)
I Class	(74,974)	(122,733)
Decrease in net assets from capital share transactions	(31,903)	(124,595)

T. ROWE PRICE DIVERSIFIED MID-CAP GROWTH FUND

(Unaudited)

STATEMENT OF CHANGES IN NET ASSETS

(\$000s)

	6 Months Ended 6/30/23	Year Ended 12/31/22
Net Assets		
Increase (decrease) during period	227,161	(757,399)
Beginning of period	1,746,138	2,503,537
End of period	\$ 1,973,299	\$ 1,746,138
 *Share information (000s)		
Shares sold		
Investor Class	1,458	3,765
I Class	2,597	14,111
Distributions reinvested		
Investor Class	-	308
I Class	-	266
Shares redeemed		
Investor Class	(2,929)	(18,588)
I Class	(1,985)	(3,277)
Decrease in shares outstanding	(859)	(3,415)

The accompanying notes are an integral part of these financial statements.

NOTES TO FINANCIAL STATEMENTS

T. Rowe Price Diversified Mid-Cap Growth Fund, Inc. (the fund) is registered under the Investment Company Act of 1940 (the 1940 Act) as a diversified, open-end management investment company. The fund seeks to provide long-term capital growth by investing primarily in the common stocks of mid-cap growth companies. The fund has two classes of shares: the Diversified Mid-Cap Growth Fund (Investor Class) and the Diversified Mid-Cap Growth Fund—I Class (I Class). I Class shares require a \$500,000 initial investment minimum, although the minimum generally is waived or reduced for financial intermediaries, eligible retirement plans, and certain other accounts. Each class has exclusive voting rights on matters related solely to that class; separate voting rights on matters that relate to both classes; and, in all other respects, the same rights and obligations as the other class.

NOTE 1 - SIGNIFICANT ACCOUNTING POLICIES

Basis of Preparation The fund is an investment company and follows accounting and reporting guidance in the Financial Accounting Standards Board (FASB) *Accounting Standards Codification* Topic 946 (ASC 946). The accompanying financial statements were prepared in accordance with accounting principles generally accepted in the United States of America (GAAP), including, but not limited to, ASC 946. GAAP requires the use of estimates made by management. Management believes that estimates and valuations are appropriate; however, actual results may differ from those estimates, and the valuations reflected in the accompanying financial statements may differ from the value ultimately realized upon sale or maturity.

Investment Transactions, Investment Income, and Distributions Investment transactions are accounted for on the trade date basis. Income and expenses are recorded on the accrual basis. Realized gains and losses are reported on the identified cost basis. Income tax-related interest and penalties, if incurred, are recorded as income tax expense. Dividends received from other investment companies are reflected as dividend income; capital gain distributions are reflected as realized gain/loss. Dividend income and capital gain distributions are recorded on the ex-dividend date. Distributions from REITs are initially recorded as dividend income and, to the extent such represent a return of capital or capital gain for tax purposes, are reclassified when such information becomes available. Non-cash dividends, if any, are recorded at the fair market value of the asset received. Proceeds from litigation payments, if any, are included in either net realized gain (loss) or change in net unrealized gain/loss from

securities. Distributions to shareholders are recorded on the ex-dividend date. Income distributions, if any, are declared and paid by each class annually. A capital gain distribution, if any, may also be declared and paid by the fund annually.

Class Accounting Shareholder servicing, prospectus, and shareholder report expenses incurred by each class are charged directly to the class to which they relate. Expenses common to all classes, investment income, and realized and unrealized gains and losses are allocated to the classes based upon the relative daily net assets of each class.

Capital Transactions Each investor's interest in the net assets of the fund is represented by fund shares. The fund's net asset value (NAV) per share is computed at the close of the New York Stock Exchange (NYSE), normally 4 p.m. ET, each day the NYSE is open for business. However, the NAV per share may be calculated at a time other than the normal close of the NYSE if trading on the NYSE is restricted, if the NYSE closes earlier, or as may be permitted by the SEC. Purchases and redemptions of fund shares are transacted at the next-computed NAV per share, after receipt of the transaction order by T. Rowe Price Associates, Inc., or its agents.

New Accounting Guidance In June 2022, the FASB issued Accounting Standards Update (ASU), ASU 2022-03, Fair Value Measurement (Topic 820) – Fair Value Measurement of Equity Securities Subject to Contractual Sale Restrictions, which clarifies that a contractual restriction on the sale of an equity security is not considered part of the unit of account of the equity security and, therefore, is not considered in measuring fair value. The amendments under this ASU are effective for fiscal years beginning after December 15, 2023; however, the fund opted to early adopt, as permitted, effective December 1, 2022. Adoption of the guidance did not have a material impact on the fund's financial statements.

Indemnification In the normal course of business, the fund may provide indemnification in connection with its officers and directors, service providers, and/or private company investments. The fund's maximum exposure under these arrangements is unknown; however, the risk of material loss is currently considered to be remote.

NOTE 2 - VALUATION

Fair Value The fund's financial instruments are valued at the close of the NYSE and are reported at fair value, which GAAP defines as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The fund's Board of Directors (the Board) has designated T. Rowe Price Associates, Inc. as the fund's valuation designee (Valuation Designee). Subject to oversight by the Board, the Valuation Designee performs the following

functions in performing fair value determinations: assesses and manages valuation risks; establishes and applies fair value methodologies; tests fair value methodologies; and evaluates pricing vendors and pricing agents. The duties and responsibilities of the Valuation Designee are performed by its Valuation Committee. The Valuation Designee provides periodic reporting to the Board on valuation matters.

Various valuation techniques and inputs are used to determine the fair value of financial instruments. GAAP establishes the following fair value hierarchy that categorizes the inputs used to measure fair value:

- Level 1 – quoted prices (unadjusted) in active markets for identical financial instruments that the fund can access at the reporting date
- Level 2 – inputs other than Level 1 quoted prices that are observable, either directly or indirectly (including, but not limited to, quoted prices for similar financial instruments in active markets, quoted prices for identical or similar financial instruments in inactive markets, interest rates and yield curves, implied volatilities, and credit spreads)
- Level 3 – unobservable inputs (including the Valuation Designee’s assumptions in determining fair value)

Observable inputs are developed using market data, such as publicly available information about actual events or transactions, and reflect the assumptions that market participants would use to price the financial instrument. Unobservable inputs are those for which market data are not available and are developed using the best information available about the assumptions that market participants would use to price the financial instrument. GAAP requires valuation techniques to maximize the use of relevant observable inputs and minimize the use of unobservable inputs. When multiple inputs are used to derive fair value, the financial instrument is assigned to the level within the fair value hierarchy based on the lowest-level input that is significant to the fair value of the financial instrument. Input levels are not necessarily an indication of the risk or liquidity associated with financial instruments at that level but rather the degree of judgment used in determining those values.

Valuation Techniques Equity securities, including exchange-traded funds, listed or regularly traded on a securities exchange or in the over-the-counter (OTC) market are valued at the last quoted sale price or, for certain markets, the official closing price at the time the valuations are made. OTC Bulletin Board securities are valued at the mean of the closing bid and asked prices. A security that is listed or traded on more than

one exchange is valued at the quotation on the exchange determined to be the primary market for such security. Listed securities not traded on a particular day are valued at the mean of the closing bid and asked prices for domestic securities.

Investments in mutual funds are valued at the mutual fund's closing NAV per share on the day of valuation. Assets and liabilities other than financial instruments, including short-term receivables and payables, are carried at cost, or estimated realizable value, if less, which approximates fair value.

Investments for which market quotations are not readily available or deemed unreliable are valued at fair value as determined in good faith by the Valuation Designee. The Valuation Designee has adopted methodologies for determining the fair value of investments for which market quotations are not readily available or deemed unreliable, including the use of other pricing sources. Factors used in determining fair value vary by type of investment and may include market or investment specific considerations. The Valuation Designee typically will afford greatest weight to actual prices in arm's length transactions, to the extent they represent orderly transactions between market participants, transaction information can be reliably obtained, and prices are deemed representative of fair value. However, the Valuation Designee may also consider other valuation methods such as market-based valuation multiples; a discount or premium from market value of a similar, freely traded security of the same issuer; discounted cash flows; yield to maturity; or some combination. Fair value determinations are reviewed on a regular basis. Because any fair value determination involves a significant amount of judgment, there is a degree of subjectivity inherent in such pricing decisions. Fair value prices determined by the Valuation Designee could differ from those of other market participants, and it is possible that the fair value determined for a security may be materially different from the value that could be realized upon the sale of that security.

Valuation Inputs The following table summarizes the fund's financial instruments, based on the inputs used to determine their fair values on June 30, 2023 (for further detail by category, please refer to the accompanying Portfolio of Investments):

(\$000s)	Level 1	Level 2	Level 3	Total Value
Assets				
Common Stocks	\$ 1,936,207	\$ —	\$ 15,178	\$ 1,951,385
Convertible Preferred Stocks	—	—	18,095	18,095
Short-Term Investments	1,008	—	—	1,008
Securities Lending Collateral	23,450	—	—	23,450
Total	\$ 1,960,665	\$ —	\$ 33,273	\$ 1,993,938

Following is a reconciliation of the fund's Level 3 holdings for the six months ended June 30, 2023. Gain (loss) reflects both realized and change in unrealized gain/loss on Level 3 holdings during the period, if any, and is included on the accompanying Statement of Operations. The change in unrealized gain/loss on Level 3 instruments held at June 30, 2023, totaled \$3,803,000 for the six months ended June 30, 2023.

(\$000s)	Beginning Balance 12/31/22	Gain (Loss) During Period	Ending Balance 6/30/23
Investment in Securities			
Common Stocks	\$ 12,876	\$ 2,302	\$ 15,178
Convertible Preferred Stocks	16,594	1,501	18,095
Total	\$ 29,470	\$ 3,803	\$ 33,273

NOTE 3 - OTHER INVESTMENT TRANSACTIONS

Consistent with its investment objective, the fund engages in the following practices to manage exposure to certain risks and/or to enhance performance. The investment objective, policies, program, and risk factors of the fund are described more fully in the fund's prospectus and Statement of Additional Information.

Restricted Securities The fund invests in securities that are subject to legal or contractual restrictions on resale. Prompt sale of such securities at an acceptable price may be difficult and may involve substantial delays and additional costs.

Securities Lending The fund may lend its securities to approved borrowers to earn additional income. Its securities lending activities are administered by a lending agent in accordance with a securities lending agreement. Security loans generally do not have stated maturity dates, and the fund may recall a security at any time. The fund receives collateral in the form of cash or U.S. government securities. Collateral is maintained over the life of the loan in an amount not less than the value of loaned securities; any additional collateral required due to changes in security values is delivered to the fund the next business day. Cash collateral is invested in accordance with investment guidelines approved by fund management. Additionally, the lending agent indemnifies the fund against losses resulting from borrower default. Although risk is mitigated by the collateral and indemnification, the fund could experience a delay in recovering its securities and a possible loss of income or value if the borrower fails to return the securities, collateral investments decline in value, and the lending agent fails to perform. Securities lending revenue consists of earnings on invested collateral and borrowing fees, net of any rebates to the borrower, compensation to the lending agent, and other administrative costs. In accordance with GAAP, investments made with cash collateral are reflected in the accompanying financial statements, but collateral received in the form of securities is not. At June 30, 2023, the value of loaned securities was \$23,248,000; the value of cash collateral and related investments was \$23,450,000.

Other Purchases and sales of portfolio securities other than short-term securities aggregated \$450,814,000 and \$484,630,000, respectively, for the six months ended June 30, 2023.

NOTE 4 - FEDERAL INCOME TAXES

Generally, no provision for federal income taxes is required since the fund intends to continue to qualify as a regulated investment company under Subchapter M of the Internal Revenue Code and distribute to shareholders all of its taxable income and gains. Distributions determined in accordance with federal income tax regulations may differ in amount or character from net investment income and realized gains for financial reporting purposes. Financial reporting records are adjusted for permanent book/tax differences to reflect tax character but are not adjusted for temporary differences. The amount and character of tax-basis distributions and composition of net assets are finalized at fiscal year-end; accordingly, tax-basis balances have not been determined as of the date of this report.

The fund intends to retain realized gains to the extent of available capital loss carryforwards. Net realized capital losses may be carried forward indefinitely to offset future realized capital gains. As of December 31, 2022, the fund had \$52,407,000 of available capital loss carryforwards.

At June 30, 2023, the cost of investments (including derivatives, if any) for federal income tax purposes was \$1,407,515,000. Net unrealized gain aggregated \$586,423,000 at period-end, of which \$645,682,000 related to appreciated investments and \$59,259,000 related to depreciated investments.

NOTE 5 - FOREIGN TAXES

The fund is subject to foreign income taxes imposed by certain countries in which it invests. Additionally, capital gains realized upon disposition of securities issued in or by certain foreign countries are subject to capital gains tax imposed by those countries. All taxes are computed in accordance with the applicable foreign tax law, and, to the extent permitted, capital losses are used to offset capital gains. Taxes attributable to income are accrued by the fund as a reduction of income. Current and deferred tax expense attributable to capital gains is reflected as a component of realized or change in unrealized gain/loss on securities in the accompanying financial statements. To the extent that the fund has country specific capital loss carryforwards, such carryforwards are applied against net unrealized gains when determining the deferred tax liability. Any deferred tax liability incurred by the fund is included in either Other liabilities or Deferred tax liability on the accompanying Statement of Assets and Liabilities.

NOTE 6 - RELATED PARTY TRANSACTIONS

The fund is managed by T. Rowe Price Associates, Inc. (Price Associates), a wholly owned subsidiary of T. Rowe Price Group, Inc. (Price Group). The investment management agreement between the fund and Price Associates provides for an annual investment management fee, which is computed daily and paid monthly. The fee consists of an individual fund fee, equal to 0.35% of the fund's average daily net assets, and a group fee. The group fee rate is calculated based on the combined net assets of certain mutual funds sponsored by Price Associates (the group) applied to a graduated fee schedule, with rates ranging from 0.48% for the first \$1 billion of assets to 0.260% for assets in excess of \$845 billion. The fund's group fee is determined by applying the group fee rate to the fund's average daily net assets. At June 30, 2023, the effective annual group fee rate was 0.29%.

The I Class is subject to an operating expense limitation (I Class Limit) pursuant to which Price Associates is contractually required to pay all operating expenses of the I Class, excluding management fees; interest; expenses related to borrowings, taxes, and brokerage; non-recurring, extraordinary expenses; and acquired fund fees and expenses, to the extent such operating expenses, on an annualized basis, exceed the I Class Limit. This agreement will continue through the expense limitation date indicated in the table below, and may be renewed, revised, or revoked only with approval of the fund's Board. The I Class is required to repay Price Associates for expenses previously paid to the extent the class's net assets grow or expenses decline sufficiently to allow repayment without causing the class's operating expenses (after the repayment is taken into account) to exceed the lesser of: (1) the I Class Limit in place at the time such amounts were paid; or (2) the current I Class Limit. However, no repayment will be made more than three years after the date of a payment or waiver.

Pursuant to this agreement, expenses were waived/paid by and/or repaid to Price Associates during the six months ended June 30, 2023 as indicated in the table below. At June 30, 2023, there were no amounts subject to repayment by the fund. Any repayment of expenses previously waived/paid by Price Associates during the period would be included in the net investment income and expense ratios presented on the accompanying Financial Highlights.

	I Class
Expense limitation/I Class Limit	0.05%
Expense limitation date	04/30/25
(Waived)/repaid during the period (\$000s)	\$— ⁽¹⁾

⁽¹⁾ Amount rounds to less than \$1,000

In addition, the fund has entered into service agreements with Price Associates and two wholly owned subsidiaries of Price Associates, each an affiliate of the fund (collectively, Price). Price Associates provides certain accounting and administrative services to the fund. T. Rowe Price Services, Inc. provides shareholder and administrative services in its capacity as the fund's transfer and dividend-disbursing agent. T. Rowe Price Retirement Plan Services, Inc. provides subaccounting and recordkeeping services for certain retirement accounts invested in the Investor Class. For the six months ended June 30, 2023, expenses incurred pursuant to these service agreements were \$58,000 for Price Associates; \$550,000 for T. Rowe Price Services, Inc.; and \$6,000 for T. Rowe Price Retirement Plan Services, Inc. All amounts due to and due from Price, exclusive of investment management fees payable, are presented net on the accompanying Statement of Assets and Liabilities.

The fund may invest its cash reserves in certain open-end management investment companies managed by Price Associates and considered affiliates of the fund: the T. Rowe Price Government Reserve Fund or the T. Rowe Price Treasury Reserve Fund, organized as money market funds (together, the Price Reserve Funds). The Price Reserve Funds are offered as short-term investment options to mutual funds, trusts, and other accounts managed by Price Associates or its affiliates and are not available for direct purchase by members of the public. Cash collateral from securities lending, if any, is invested in the T. Rowe Price Government Reserve Fund. The Price Reserve Funds pay no investment management fees.

The fund may participate in securities purchase and sale transactions with other funds or accounts advised by Price Associates (cross trades), in accordance with procedures adopted by the fund's Board and Securities and Exchange Commission rules, which require, among other things, that such purchase and sale cross trades be effected at the independent current market price of the security. During the six months ended June 30, 2023, the fund had no purchases or sales cross trades with other funds or accounts advised by Price Associates.

Price Associates has voluntarily agreed to reimburse the fund from its own resources on a monthly basis for the cost of investment research embedded in the cost of the fund's securities trades. This agreement may be rescinded at any time. For the six months ended June 30, 2023, this reimbursement amounted to \$28,000, which is included in Net realized gain (loss) on Securities in the Statement of Operations.

NOTE 7 - OTHER MATTERS

Unpredictable events such as environmental or natural disasters, war, terrorism, pandemics, outbreaks of infectious diseases, and similar public health threats may significantly affect the economy and the markets and issuers in which the fund invests. Certain events may cause instability across global markets, including reduced liquidity and disruptions in trading markets, while some events may affect certain geographic regions, countries, sectors, and industries more significantly than others, and exacerbate other pre-existing political, social, and economic risks.

Since 2020, a novel strain of coronavirus (COVID-19) has resulted in disruptions to global business activity and caused significant volatility and declines in global financial markets.

In February 2022, Russian forces entered Ukraine and commenced an armed conflict leading to economic sanctions being imposed on Russia and certain of its citizens, creating impacts on Russian-related stocks and debt and greater volatility in global markets.

In March 2023, the collapse of some US regional and global banks as well as overall concerns around the soundness and stability of the global banking sector has sparked concerns of a broader financial crisis impacting the overall global banking sector. In certain cases, government agencies have assumed control or otherwise intervened in the operations of certain banks due to liquidity and solvency concerns. The extent of impact of these events on the US and global markets is highly uncertain.

These are recent examples of global events which may have a negative impact on the values of certain portfolio holdings or the fund's overall performance. Management is actively monitoring the risks and financial impacts arising from these events.

INFORMATION ON PROXY VOTING POLICIES, PROCEDURES, AND RECORDS

A description of the policies and procedures used by T. Rowe Price funds to determine how to vote proxies relating to portfolio securities is available in each fund's Statement of Additional Information. You may request this document by calling 1-800-225-5132 or by accessing the SEC's website, [sec.gov](https://www.sec.gov).

The description of our proxy voting policies and procedures is also available on our corporate website. To access it, please visit the following Web page:

<https://www.troweprice.com/corporate/us/en/utility/policies.html>

Scroll down to the section near the bottom of the page that says, "Proxy Voting Guidelines." Click on the links in the shaded box.

Each fund's most recent annual proxy voting record is available on our website and through the SEC's website. To access it through T. Rowe Price, visit the website location shown above, and scroll down to the section near the bottom of the page that says, "Proxy Voting Records." Click on the Proxy Voting Records link in the shaded box.

RESULTS OF PROXY VOTING

A Special Meeting of Shareholders was held on July 24, 2023 for shareholders of record on April 7, 2023, to elect the following director-nominees to serve on the Board of all Price Funds. The newly elected Directors took office effective July 24, 2023.

The results of the voting were as follows:

	Votes For	Votes Withheld
Melody Bianchetto	24,214,319	511,439
Mark J. Parrell	24,236,978	493,353
Kellye L. Walker	24,371,856	357,534
Eric L. Veiel	24,320,189	411,798

Teresa Bryce Bazemore, Bruce W. Duncan, Robert J. Gerrard, Jr., Paul F. McBride and David Oestreicher continue to serve as Directors on the Board of all Price Funds.

HOW TO OBTAIN QUARTERLY PORTFOLIO HOLDINGS

The fund files a complete schedule of portfolio holdings with the Securities and Exchange Commission (SEC) for the first and third quarters of each fiscal year as an exhibit to its reports on Form N-PORT. The fund's reports on Form N-PORT are available electronically on the SEC's website ([sec.gov](https://www.sec.gov)). In addition, most T. Rowe Price funds disclose their first and third fiscal quarter-end holdings on **[troweprice.com](https://www.troweprice.com)**.

APPROVAL OF INVESTMENT MANAGEMENT AGREEMENT

Each year, the fund's Board of Directors (Board) considers the continuation of the investment management agreement (Advisory Contract) between the fund and its investment adviser, T. Rowe Price Associates, Inc. (Adviser). In that regard, at a meeting held on March 6–7, 2023 (Meeting), the Board, including all of the fund's independent directors, approved the continuation of the fund's Advisory Contract. At the Meeting, the Board considered the factors and reached the conclusions described below relating to the selection of the Adviser and the approval of the Advisory Contract. The independent directors were assisted in their evaluation of the Advisory Contract by independent legal counsel from whom they received separate legal advice and with whom they met separately.

In providing information to the Board, the Adviser was guided by a detailed set of requests for information submitted by independent legal counsel on behalf of the independent directors. In considering and approving the continuation of the Advisory Contract, the Board considered the information it believed was relevant, including, but not limited to, the information discussed below. The Board considered not only the specific information presented in connection with the Meeting but also the knowledge gained over time through interaction with the Adviser about various topics. The Board meets regularly and, at each of its meetings, covers an extensive agenda of topics and materials and considers factors that are relevant to its annual consideration of the renewal of the T. Rowe Price funds' advisory contracts, including performance and the services and support provided to the funds and their shareholders.

Services Provided by the Adviser

The Board considered the nature, quality, and extent of the services provided to the fund by the Adviser. These services included, but were not limited to, directing the fund's investments in accordance with its investment program and the overall management of the fund's portfolio, as well as a variety of related activities such as financial, investment operations, and administrative services; compliance; maintaining the fund's records and registrations; and shareholder communications. The Board also reviewed the background and experience of the Adviser's senior management team and investment personnel involved in the management of the fund, as well as the Adviser's compliance record. The Board concluded that the information it considered with respect to the nature, quality, and extent of the services provided by the Adviser, as well as the other factors considered at the Meeting, supported the Board's approval of the continuation of the Advisory Contract.

Investment Performance of the Fund

The Board took into account discussions with the Adviser and detailed reports that it regularly receives throughout the year on relative and absolute performance for the T. Rowe Price funds. In connection with the Meeting, the Board reviewed information provided by the Adviser that compared the fund's total returns, as well as a wide variety of other previously agreed-upon performance measures and market data, against relevant benchmark indexes and peer groups of funds with similar investment programs for

APPROVAL OF INVESTMENT MANAGEMENT AGREEMENT (CONTINUED)

various periods through December 31, 2022. Additionally, the Board reviewed the fund's relative performance information as of September 30, 2022, which ranked the returns of the fund's Investor Class for various periods against a universe of funds with similar investment programs selected by Broadridge, an independent provider of mutual fund data. In the course of its deliberations, the Board considered performance information provided throughout the year and in connection with the Advisory Contract review at the Meeting, as well as information provided during investment review meetings conducted with portfolio managers and senior investment personnel during the course of the year regarding the fund's performance. The Board also considered relevant factors, such as overall market conditions and trends that could adversely impact the fund's performance, length of the fund's performance track record, and how closely the fund's strategies align with its benchmarks and peer groups. The Board concluded that the information it considered with respect to the fund's performance, as well as the other factors considered at the Meeting, supported the Board's approval of the continuation of the Advisory Contract.

Costs, Benefits, Profits, and Economies of Scale

The Board reviewed detailed information regarding the revenues received by the Adviser under the Advisory Contract and other direct and indirect benefits that the Adviser (and its affiliates) may have realized from its relationship with the fund. In considering soft-dollar arrangements pursuant to which research may be received from broker-dealers that execute the fund's portfolio transactions, the Board noted that the Adviser bears the cost of research services for all client accounts that it advises, including the T. Rowe Price funds. The Board received information on the estimated costs incurred and profits realized by the Adviser from managing the T. Rowe Price funds. The Board also reviewed estimates of the profits realized from managing the fund in particular, and the Board concluded that the Adviser's profits were reasonable in light of the services provided to the fund.

The Board also considered whether the fund benefits under the fee levels set forth in the Advisory Contract or otherwise from any economies of scale realized by the Adviser. Under the Advisory Contract, the fund pays a fee to the Adviser for investment management services composed of two components—a group fee rate based on the combined average net assets of most of the T. Rowe Price funds (including the fund) that declines at certain asset levels and an individual fund fee rate based on the fund's average daily net assets—and the fund pays its own expenses of operations. The group fee rate decreases as total T. Rowe Price fund assets grow, which reduces the management fee rate for any fund that has a group fee component to its management fee, and reflects that certain resources utilized to operate the fund are shared with other T. Rowe Price funds thus allowing shareholders of those funds to share potential economies of scale. The fund's shareholders also benefit from potential economies of scale through a decline in certain operating expenses as the fund grows in size.

APPROVAL OF INVESTMENT MANAGEMENT AGREEMENT (CONTINUED)

In addition, the Board noted that the fund potentially shares in indirect economies of scale through the Adviser's ongoing investments in its business in support of the T. Rowe Price funds, including investments in trading systems, technology, and regulatory support enhancements, and the ability to possibly negotiate lower fee arrangements with third-party service providers. The Board concluded that the advisory fee structure for the fund provides for a reasonable sharing of benefits from any economies of scale with the fund's investors.

Fees and Expenses

The Board was provided with information regarding industry trends in management fees and expenses. Among other things, the Board reviewed data for peer groups that were compiled by Broadridge, which compared: (i) contractual management fees, actual management fees, nonmanagement expenses, and total expenses of the Investor Class of the fund with a group of competitor funds selected by Broadridge (Expense Group) and (ii) actual management fees, nonmanagement expenses, and total expenses of the Investor Class of the fund with a broader set of funds within the Lipper investment classification (Expense Universe). The Board considered the fund's contractual management fee rate, actual management fee rate (which reflects the management fees actually received from the fund by the Adviser after any applicable waivers, reductions, or reimbursements), operating expenses, and total expenses (which reflect the net total expense ratio of the fund after any waivers, reductions, or reimbursements) in comparison with the information for the Broadridge peer groups. Broadridge generally constructed the peer groups by seeking the most comparable funds based on similar investment classifications and objectives, expense structure, asset size, and operating components and attributes and ranked funds into quintiles, with the first quintile representing the funds with the lowest relative expenses and the fifth quintile representing the funds with the highest relative expenses. The information provided to the Board indicated that the fund's contractual management fee ranked in the first quintile (Expense Group), the fund's actual management fee rate ranked in the first quintile (Expense Group) and second quintile (Expense Universe), and the fund's total expenses ranked in the first quintile (Expense Group) and second quintile (Expense Universe).

The Board also reviewed the fee schedules for other investment portfolios with similar mandates that are advised or subadvised by the Adviser and its affiliates, including separately managed accounts for institutional and individual investors; subadvised funds; and other sponsored investment portfolios, including collective investment trusts and pooled vehicles organized and offered to investors outside the United States. Management provided the Board with information about the Adviser's responsibilities and services provided to subadvisory and other institutional account clients, including information about how the requirements and economics of the institutional business are fundamentally different from those of the proprietary mutual fund business. The Board considered information showing that the Adviser's mutual fund business is generally more complex from a business and compliance perspective than its institutional

APPROVAL OF INVESTMENT MANAGEMENT AGREEMENT (CONTINUED)

account business and considered various relevant factors, such as the broader scope of operations and oversight, more extensive shareholder communication infrastructure, greater asset flows, heightened business risks, and differences in applicable laws and regulations associated with the Adviser's proprietary mutual fund business. In assessing the reasonableness of the fund's management fee rate, the Board considered the differences in the nature of the services required for the Adviser to manage its mutual fund business versus managing a discrete pool of assets as a subadviser to another institution's mutual fund or for an institutional account and that the Adviser generally performs significant additional services and assumes greater risk in managing the fund and other T. Rowe Price funds than it does for institutional account clients, including subadvised funds.

On the basis of the information provided and the factors considered, the Board concluded that the fees paid by the fund under the Advisory Contract are reasonable.

Approval of the Advisory Contract

As noted, the Board approved the continuation of the Advisory Contract. No single factor was considered in isolation or to be determinative to the decision. Rather, the Board concluded, in light of a weighting and balancing of all factors considered, that it was in the best interests of the fund and its shareholders for the Board to approve the continuation of the Advisory Contract (including the fees to be charged for services thereunder).

This page intentionally left blank.

This page intentionally left blank.

This page intentionally left blank.

T.RowePrice®

100 East Pratt Street
Baltimore, MD 21202

Call 1-800-225-5132 to request a prospectus or summary prospectus; each includes investment objectives, risks, fees, expenses, and other information that you should read and consider carefully before investing.