T. Rowe Price Equity Income Fund (Unaudited)

Portfolio of Investments

Investments in Securities	Coupon %	Maturity	Shares/Par	Value (\$)	% of Net Assets
Adient			2,220,000	161,327,400	0.709%
AES			13,100,000	146,458,000	0.643%
American Express			2,380,000	188,281,800	0.827%
Ameriprise Financial			2,440,000	316,419,200	1.390%
Analog Devices			1,160,000	95,062,000	0.418%
Anthem			2,120,000	350,605,600	1.540%
Apache			3,550,000	182,434,500	0.801%
			710,000	101,998,600	0.448%
Applied Materials			6,875,000	267,437,500	1.175%
Archer-Daniels-Midland			5,850,000	269,334,000	1.173%
			6,600,000	29,040,000	
Avon Pank of America					0.128%
Bank of America Park of New York Mallon			4,450,000	104,975,500	0.461%
Bank of New York Mellon Restan Diskingen & Company			4,025,000	190,100,750	0.835%
Becton, Dickinson & Company			1,009,000	185,090,960	0.813%
Boeing			2,650,000	468,679,000	2.059%
Bristol-Myers Squibb			3,750,000	203,925,000	0.896%
CA C			1,180,000	37,429,600	0.164%
Canadian Natural Resources			3,100,000	101,649,000	0.447%
Carnival			2,450,000	144,329,500	0.634%
CenturyLink			4,000,000	94,280,000	0.414%
CF Industries			5,675,000	166,561,250	0.732%
Chevron			2,200,000	236,214,000	1.038%
Chubb			720,000	98,100,000	0.431%
Cisco Systems			9,000,000	304,200,000	1.336%
Citigroup			5,150,000	308,073,000	1.353%
Comcast			7,480,000	281,173,200	1.235%
Coty			5,650,000	102,434,500	0.450%
Cummins			930,000	140,616,000	0.618%
Diageo			4,575,000	131,006,111	0.575%
DTE ENERGY CO CVT 6.5% 10/19			725,000	38,519,895	0.169%
Edison International			2,790,000	222,111,900	0.976%
El du Pont de Nemours			4,715,000	378,755,950	1.664%
Emerson Electric			3,600,000	215,496,000	0.947%
EQT			700,000	42,770,000	0.188%
Equity Residential, REIT			2,125,000	132,217,500	0.581%
Exelon			4,700,000	169,106,000	0.743%
ExxonMobil			6,550,000	537,165,500	2.360%
Fifth Third Bancorp			8,275,000	210,185,000	0.923%
FirstEnergy			875,000	27,842,500	0.122%
Flowserve			2,325,000	112,576,500	0.495%
Ford Motor			7,350,000	85,554,000	0.376%
GE			12,140,000	361,772,000	1.589%
Gilead Sciences			2,560,000	173,875,200	0.764%
GlaxoSmithKline			5,813,703	120,883,996	0.531%
GREAT PLAINS ENERGY INC CVT 7.0% 09/19			1,275,000	67,339,834	0.296%
Harris			3,000,000	333,810,000	1.466%
Hershey Foods			310,000	33,867,500	0.149%
Hess			4,175,000	201,276,750	0.884%
Illinois Tool Works			1,910,000	253,017,700	1.111%
International Paper			4,125,000	209,467,500	0.920%
Johnson Controls International			8,650,000	364,338,000	1.600%
Johnson & Johnson			3,500,000	435,925,000	1.915%
JPMorgan Chase			8,870,000	779,140,800	3.423%
Kellogg			1,410,000	102,380,100	0.450%
KeyCorp			9,450,000	168,021,000	0.738%
Kohl's			3,425,000	136,349,250	0.599%
Las Vegas Sands			3,950,000	225,426,500	0.990%
Loews			6,975,000	326,220,750	1.433%
Macy's			3,225,000	95,589,000	0.420%
Marsh & McLennan			3,460,000	255,659,400	1.123%
Mattel			6,575,000	168,385,750	0.740%
Medtronic			2,750,000	221,540,000	0.740%
Merck Met ife			3,375,000	214,447,500	0.942%
MetLife Microsoft			6,850,000	361,817,000	1.589%
Microsoft			7,050,000	464,313,000	2.040%

Morgan Stanley			10,625,000	455,175,000	1.999%
News Corp			13,650,000	177,450,000	0.779%
NEXTERA ENERGY INC CVT 6.123000			3,000,000	151,576,074	0.666%
NiSource			10,250,000	243,847,500	1.071%
Northern Trust			2,770,000	239,826,600	1.053%
Nucor			2,275,000	135,863,000	0.597%
Occidental Petroleum			4,375,000	277,200,000	1.218%
Och-Ziff Capital Management			5,000,000	11,300,000	0.050%
Pentair			2,225,000	139,685,500	0.614%
PepsiCo			2,370,000	265,108,200	1.165%
Pfizer			12,325,000	421,638,250	1.852%
PG&E			4,630,000	307,246,800	1.350%
Philip Morris International			1,270,000	143,383,000	0.630%
PNC Financial Services Group			1,710,000	205,610,400	0.903%
Qualcomm			5,950,000	341,173,000	1.499%
Rayonier, REIT			5,771,017	163,550,622	0.718%
Royal Bank of Scotland			25,257,376	76,586,670	0.336%
Royal Dutch Shell, ADR			4,850,000	255,740,500	1.123%
Southern Company			1,550,000	77,159,000	0.339%
Southwest Airlines			1,600,000	86,016,000	0.378%
State Street			4,320,000	343,915,200	1.511%
TE Connectivity			1,060,000	79,023,000	0.347%
Telefonica			7,450,000	83,390,283	0.366%
Texas Instruments			1,790,000	144,202,400	0.633%
Time Warner			300,000	29,313,000	0.129%
Total			8,175,000	413,355,755	1.816%
TOTAL SA COUP RTS 4/17			8,175,000	0	0.000%
TRP GOVERNMENT RESERVE FD	0.66		509,998,769	509,998,769	2.240%
TRP INST FLOATING RATE FUND	0.00		6,264,579	63,021,668	0.277%
Twenty-First Century Fox			10,500,000	333,690,000	1.466%
United Technologies			260,000	29,174,600	0.128%
UPS			2,300,000	246,790,000	1.084%
U.S. Bancorp			4,975,000	256,212,500	1.125%
Verizon Communications			8,975,000	437,531,250	1.922%
Vodafone			24,300,000	63,325,505	0.278%
Vulcan Materials			1,400,000	168,672,000	0.741%
Wal-Mart			2,850,000	205,428,000	0.902%
Walt Disney			1,110,000	125,862,900	0.553%
Wells Fargo			9,325,000	519,029,500	2.280%
Western Digital			1,640,000		
-	10.5	4/4/04		135,349,200	0.595%
WESTERN DIGITAL CORP	10.5	4/1/24	33,790,000	39,787,725	0.175%
Weyerhaeuser, REIT Willia Tayyara Wataan			4,900,000	166,502,000	0.731%
Willis Towers Watson			880,000	115,183,200	0.506%
XCEL Energy			3,800,000	168,910,000	0.742%
XL Group			1,750,000	69,755,000	0.306%
Miscellaneous Securities ‡ Total Investments in Securities				143,475,750	
1 Otal Investments in Securities				22,720,435,566	

[‡] At the discretion of the advisor, the identity of certain securities has been concealed to protect the fund's interests.

Futures Contracts	Contracts	Expiration	Contract Value	Unrealized G/L	% of Net Assets
S&P500 EMINI FUT 6/17	585	6/16/2017	69,006,600	213,294	0.303%
Total Futures Contracts				213,294	
NET ASSETS				22,765,071,267	
NET ASSET VALUE PER SHARE					
Equity Income Fund Shares				32.41	
(\$18,572,613,340 / 572,994,230 Shares Outstanding)					
Equity Income Fund - Advisor Class Shares				32.34	
(\$502,826,142 / 15,547,029 Shares Outstanding)					
Equity Income Fund - I Class Shares				32.42	
(\$3,567,765,715 / 110,033,735 Shares Outstanding)					
Equity Income Fund - R Class Shares				32.29	
(\$121,866,070 / 3,774,665 Shares Outstanding)					

ADR American Depository Receipts

ADS American Depository Shares

AR Auction Rate security with an interest rate reset feature through a modified Dutch auction at predetermined short-term intervals; rate shown is effective rate at period end

ARM Adjustable Rate Mortgage BAN Bond Anticipation Note

CDA

Community Development Administration

CLN Credit Linked Note

CMO Collateralized Mortgage Obligation

COP Certificate of Participation DOT Department of Transportation

EFA **Educational Facility Authority** ETC **Equipment Trust Certificate**

Fiduciary Depository Receipt FDR

Floating Rate Note FRN GDR **Global Depository Receipts**

Global Depository Shares GDS

GO **General Obligation** Housing Development Authority HDA

HEFA Health & Education Facility Authority

HFA Health Facility Authority

HFC Housing Finance Corp

Health Facility Financing Authority HFFA

HHEFA Health & Higher Education Facility Authority IDA Industrial Development Authority/Agency

IDB Industrial Development Bond IDC Industrial Development Corp

IDRB Industrial Development Revenue Bond

Ю Interest Only security for which the fund receives interest on notional principal (par)

Pollution Control Revenue PCR PFA Public Finance Authority PIK Payment-in-kind PTC Pass-Through Certificate RAC Revenue Anticipation Certificate

RAN Revenue Anticipation Note RAW Revenue Anticipation Warrant Real Estate Investment Trust

RIB Residual interest bond issued by a third party securitization trust and purchased directly through a cash transaction that involved no exchange of previously held securities; rate varies

inversely to short-term rates and the rate presented is the effective rate at period-end

Stepped coupon bond for which the coupon rate of interest will adjust on specified future dates(s) **STEP**

TAN Tax Anticipation Note Tax Anticipation Warrant TAW

To Be Announced purchase commitment

TDFA Trade & Deposit Facility Agreement TECP Tax-Exempt Commercial Paper

TRAN Tax Revenue Anticipation Note Variable Rate; rate shown is effective rate at period end

VRDN Variable Rate Demand Note under which the holder has the right to sell the security to the issuer or the issuer's agent at a predetermined price (generally par) on specified dates upon required notification; rate shown is effective rate at period-end

Important Information

The portfolio data contained herein is for informational purposes only and does not constitute a recommendation or an offer for a particular security or investment. Unlike the fund's regulatory filings, the portfolio data and its presentation in this document do not conform to Generally Accepted Accounting Principles (GAAP) and Securities and Exchange Commission (SEC) presentation requirements. The holdings are not audited and the information may differ in certain respects, such as derivatives exposure and security name, from the information found in the complete list of portfolio investments in the semiannual and annual shareholder reports and Form N-Q.