FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL									
OMB Number:	3235-0287								
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Pickerell Blair</u>								2. Issuer Name and Ticker or Trading Symbol PRINCIPAL FINANCIAL GROUP INC PFG]										10%		Owner
(Last) (First) (Middle) 711 HIGH STREET					3. Date of Earliest Transaction (Month/Day/Year) 09/25/2015											Officer (give title below)				
(Street) DES MOINES IA 50392 (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person				
		Table	e I - Non	-Deriv	ative	Se	curiti	es Ac	quired,	Dis	posed o	f, or	Bene	eficia	ally (Owne	ed			
Date						ar)	Executi if any	xecution Date, any								Securi Benefi Owned	Securities Beneficially Dwned Following		Direct Indirect	7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	- 1	(A) or (D)	Price	. 1	Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common Stock 09/25/									A		13	A		\$0	(1)	1,710			D	
		Та													y Ov	vned				
or Exerci Price of	sion Da cise (N f ive	3. Transaction Date (Month/Day/Year)	Execution if any	Date, (Transaction Code (Insti		r. Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Expiration	on Date	e ar)	Amour or Numbor		ount	Deriv Secu	ivative urity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
	Il Blair H STREE INES Security (In Stock	(First) H STREET INES IA (State) Security (Instr. 3 Stock	Il Blair (First) (I H STREET INES IA 5 (State) (3 Table Security (Instr. 3) Stock Table Security (Instr. 3) Stock 7 Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) H STREET INES IA 50392 (State) (Zip) Table I - Non Security (Instr. 3) Stock Table II - D ((Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Pear)	(First) (Middle) H STREET INES IA 50392 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Trans Date (Month/l/ Stock 09/25 Table II - Derivat (e.g., pt 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) H STREET (State) (Zip) Table I - Non-Derivative (Month/Day/Year) Stock Table II - Derivative S (e.g., puts, of Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (State) (All of Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Middle) 3. Capped 4. If the conversion of Exercise (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Middle) 4. If the conversion of Exercise (Month/Day/Year)	PRING PFG	Conversion or Exercise Price of Derivative Security (Month/Day/Year) Security (Mon	PRINCIPAL FIN PFG	PRINCIPAL FINANCE	PRINCIPAL FINANCIAL	Code V Amount	PRINCIPAL FINANCIAL GROUP IN PFG	PRINCIPAL FINANCIAL GROUP INC PFG	PRINCIPAL FINANCIAL GROUP INC (Companies of the price of Execution Date of Execu	PRINCIPAL FINANCIAL GROUP INC Check X	PRINCIPAL FINANCIAL GROUP INC FFG S Street PFG P	PRINCIPAL FINANCIAL GROUP INC Check all applicable X Director Officer (give title below)	PRINCIPAL FINANCIAL GROUP INC (Check all applicable) X Director Officer (give title below)	PRINCIPAL FINANCIAL GROUP INC [Check all applicable) X Director 10% C Other plelow)

Explanation of Responses:

Grant of restricted stock units.

Remarks:

Patrick A. Kirchner, by Power of Attorney

09/29/2015

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

- * If the form is filed by more than one reporting person, see Instruction 4 (b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.