

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
INITIAL FILING

PRINCIPAL FINANCIAL GROUP INC
(NAME OF ISSUER)
COMMON STOCK
(TITLE OF CLASS OF SECURITIES)
74251V102
(CUSIP NUMBER)
12/31/2021
(DATE OF EVENT WHICH REQUIRES FILING OF THIS STATEMENT)

CHECK THE APPROPRIATE BOX TO DESIGNATE THE RULE PURSUANT TO WHICH THIS
SCHEDULE IS FILED:

- RULE 13D-1 (B)
 RULE 13D-1 (C)
 RULE 13D-1 (D)

*THE REMAINDER OF THIS COVER PAGE SHALL BE FILLED OUT FOR A
REPORTING PERSON'S INITIAL FILING ON THIS FORM WITH RESPECT TO THE
SUBJECT CLASS OF SECURITIES, AND FOR ANY SUBSEQUENT AMENDMENT
CONTAINING INFORMATION WHICH WOULD ALTER THE DISCLOSURES PROVIDED
IN A PRIOR COVER PAGE.

THE INFORMATION REQUIRED IN THE REMAINDER OF THIS COVER PAGE SHALL
NOT BE DEEMED TO BE "FILED" FOR THE PURPOSE OF SECTION 18 OF THE
SECURITIES EXCHANGE ACT OF 1934 ("ACT") OR OTHERWISE SUBJECT TO THE
LIABILITIES OF THAT SECTION OF THE ACT BUT SHALL BE SUBJECT TO ALL
OTHER PROVISIONS OF THE ACT (HOWEVER, SEE THE NOTES).

CUSIP NO: 74251V102 13G PAGE 2 OF 5 PAGES

1. NAME OF REPORTING PERSON: STATE STREET CORPORATION
I.R.S. IDENTIFICATION NO. OF THE ABOVE PERSON: 04-2456637
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
NOT APPLICABLE
3. SEC USE ONLY
4. CITIZENSHIP OR PLACE OF ORGANIZATION
BOSTON, MASSACHUSETTS
5. SOLE VOTING POWER
0 SHARES
6. SHARED VOTING POWER
12,095,767
7. SOLE DISPOSITIVE POWER
0 SHARES
8. SHARED DISPOSITIVE POWER
13,491,017
9. AGGREGATED AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
13,547,492
10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES
NOT APPLICABLE
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9
5.11%
12. TYPE OF REPORTING PERSON

ITEM 1.
 (A) NAME OF ISSUER
 PRINCIPAL FINANCIAL GROUP INC
 (B) ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES
 711 HIGH STREET DES MOINES IA 50392 UNITED STATES

ITEM 2.
 (A) NAME OF PERSON FILING
 STATE STREET CORPORATION

 (B) ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IN NONE,
 RESIDENCE
 STATE STREET FINANCIAL CENTER
 1 LINCOLN STREET
 BOSTON, MA 02111
 (FOR ALL REPORTING PERSONS)

 (C) CITIZENSHIP: SEE ITEM 4 (CITIZENSHIP OR PLACE OF
 ORGANIZATION) OF COVER PAGES

 (D) TITLE OF CLASS OF SECURITIES
 COMMON STOCK

 (E) CUSIP NUMBER:
 74251V102

ITEM 3.
 IF THIS STATEMENT IS FILED PURSUANT TO RULE 13D-1(B), OR 13D-2(B)
 OR (C), CHECK WHETHER THE PERSON FILING IS A:
 SEE ITEM 12(TYPE OF REPORTING PERSON) OF THE COVER PAGE
 FOR EACH REPORTING PERSON AND THE TABLE BELOW, WHICH EXPLAINS
 THE MEANING OF THE TWO LETTER SYMBOLS APPEARING IN ITEM 12 OF
 THE COVER PAGES.

SYMBOL	CATEGORY
BK	BANK AS DEFINED IN SECTION 3(A) (6) OF THE ACT.
IC	INSURANCE COMPANY AS DEFINED IN SECTION 3 (A) (19) OF THE ACT
IC	INVESTMENT COMPANY REGISTERED UNDER SECTION 8 OF THE INVESTMENT COMPANY ACT OF 1940.
IA	AN INVESTMENT ADVISOR IN ACCORDANCE WITH RULE 13D-1(B) (1) (II) (E).
EP	AN EMPLOYEE BENEFIT PLAN OR ENDOWMENT FUND IN ACCORDANCE WITH RULE 13D-1(B) (1) (II) (F) .
HC	A PARENT HOLDING COMPANY OR CONTROL PERSON IN ACCORDANCE WITH RULE 13D-1(B)(1)(II) (G).
SA	A SAVINGS ASSOCIATIONS AS DEFINED IN SECTION 3(B) OF THE FEDERAL DEPOSIT INSURANCE ACT (12 U.S.C. 1813).
CP	A CHURCH PLAN THAT IS EXCLUDED FROM THE DEFINITION OF AN INVESTMENT COMPANY UNDER SECTION 3(C)(14) OF THE INVESTMENT COMPANY ACT OF 1940.

ITEM 4. OWNERSHIP
 THE INFORMATION SET FORTH IN ROWS 5 THROUGH 11 OF THE COVER PAGE
 HERETO FOR EACH OF THE REPORTING PERSONS IS INCORPORATED
 HEREIN BY REFERENCE.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF CLASS
 NOT APPLICABLE

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON
 NOT APPLICABLE

ITEM 7. IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH
 ACQUIRED THE SECURITY BEING REPORTED ON BY THE PARENT HOLDING
 COMPANY OR CONTROL PERSON
 SEE EXHIBIT 1 ATTACHED HERETO

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP
 NOT APPLICABLE

ITEM 9. NOTICE OF DISSOLUTION OF GROUP
 NOT APPLICABLE

BY SIGNING BELOW I CERTIFY THAT, TO THE BEST OF MY KNOWLEDGE AND BELIEF, THE SECURITIES REFERRED TO ABOVE WERE ACQUIRED AND ARE HELD IN THE ORDINARY COURSE OF BUSINESS AND WERE NOT ACQUIRED AND ARE NOT HELD FOR THE PURPOSE OR WITH THE EFFECT OF CHANGING OR INFLUENCING THE CONTROL OF THE ISSUER OF THE SECURITIES AND WERE NOT ACQUIRED AND ARE NOT HELD IN CONNECTION WITH OR AS A PARTICIPANT IN ANY TRANSACTION HAVING THAT PURPOSE OR EFFECT.

SIGNATURES

AFTER REASONABLE INQUIRY AND TO THE BEST OF HIS KNOWLEDGE AND BELIEF, EACH OF THE UNDERSIGNED CERTIFIES THAT THE INFORMATION SET FORTH IN THIS STATEMENT IS TRUE, COMPLETE AND CORRECT.

STATE STREET CORPORATION

ELIZABETH SCHAEFER
SENIOR VICE PRESIDENT, DEPUTY CONTROLLER

EXHIBIT 1

THE FOLLOWING TABLE LISTS THE IDENTITY AND ITEM 3 CLASSIFICATION OF EACH SUBSIDIARY OF STATE STREET CORPORATION, THE PARENT HOLDING COMPANY, THAT BENEFICIALLY OWNS THE ISSUER'S SECURITIES. PLEASE REFER TO ITEM 3 OF THE ATTACHED SCHEDULE 13G FOR A DESCRIPTION OF EACH OF THE TWO-LETTER SYMBOLS REPRESENTING THE ITEM 3 CLASSIFICATION BELOW.

SUBSIDIARY	ITEM 3 CLASSIFICATION
SSGA FUNDS MANAGEMENT, INC.	IA
STATE STREET GLOBAL ADVISORS LIMITED	IA
STATE STREET GLOBAL ADVISORS, LTD.	IA
STATE STREET GLOBAL ADVISORS, AUSTRALIA, LIMITED	IA
STATE STREET GLOBAL ADVISORS (JAPAN) CO., LTD.	IA
STATE STREET GLOBAL ADVISORS ASIA LIMITED	IA
STATE STREET GLOBAL ADVISORS SINGAPORE LIMITED	IA
STATE STREET GLOBAL ADVISORS EUROPE LIMITED	IA
STATE STREET GLOBAL ADVISORS TRUST COMPANY	IA

NOTE: ALL OF THE LEGAL ENTITIES ABOVE ARE DIRECT OR INDIRECT SUBSIDIARIES OF STATE STREET CORPORATION.