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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 13F

OMB APPROVAL

OMB Number: 3235-0006

Expires: July 31, 2015

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FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 09-30-2016

Check here if Amendment: Amendment Number: 2

This Amendment (Check only one.): is a restatement.

adds new holdings entries.

Institutional Investment Manager Filing this Report:

Name: PRINCIPAL FINANCIAL GROUP INC

Address: 711 HIGH STREET

DES MOINES IA 50392-0300

Form 13F File Number: 028-10106

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

Person Signing this Report on Behalf of Reporting Manager:

Name: Jill Hittner

Title: Chief Financial Officer, Principal Global Investors, LLC

Phone: 515-248-2153

Signature, Place, and Date of Signing:

Jill Hittner Des Moines, IOWA 11-29-2016
[Signature] [City, State] [Date]

Do you wish to provide information pursuant to Special Instruction 5?

Yes No

Report Type (Check only one.):

13F HOLDINGS REPORT. (Check here if all holdings of this reporting manager are reported in this report.)

13F NOTICE. (Check here if no holdings reported are in this report, and all holdings are reported by other reporting manager(s).)

13F COMBINATION REPORT. (Check here if a portion of the holdings for this reporting manager are reported in this report and a portion are reported by other reporting manager(s).)

List of Other Managers Reporting for this Manager

[If there are no entries in this list, omit this section.]

Form 13F File Number

Name

<u>028-10449</u>	<u>Columbus Circle Investors</u>
<u>028-3943</u>	<u>Edge Asset Management, Inc</u>
<u>028-13785</u>	<u>Origin Asset Management, LLP</u>
<u>028-12454</u>	<u>Post Advisory Group, LLC</u>
<u>028-11300</u>	<u>Spectrum Asset Management, Inc</u>

Form 13F Summary Page

Report Summary:

Number of Other Included Managers:	<u>5</u>
Form 13F Information table Entry Total:	<u>24</u>
Form 13F Information table Value Total:	<u>281,909</u> (thousands)

List of Other Included Managers:

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

No.	Form 13F File Number	Name	CIK
<u>1</u>	<u>028-1549</u>	<u>Principal Global Investors, LLC</u>	<u></u>
<u>2</u>	<u>028-10400</u>	<u>Principal Real Estate Investors, LLC</u>	<u></u>
<u>3</u>	<u>028-793</u>	<u>Principal Life Insurance Co</u>	<u></u>
<u>4</u>	<u>028-10107</u>	<u>Principal Financial Services, Inc</u>	<u></u>
<u>5</u>	<u>028-07402</u>	<u>Principal Management Corporation</u>	<u></u>

FORM 13F INFORMATION TABLE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE	SHRS OR	SH /	PUT /	COLUMN 6 INVESTMENT	COLUMN 7 OTHER	COLUMN 8 VOTING AUTHORITY		
									SOLE	SHARED	NONE
APPTIO INC	CL A	03835C108	3,285	151,364	SH	-	DFND	1 3 4	151,364	0	0
ASHLAND GLOBAL HLDGS INC	COM	044186104	27,048	233,274	SH	-	DFND	1 3 4	233,274	0	0
ASHLAND GLOBAL HLDGS INC	COM	044186104	711	6,136	SH	-	DFND	4 5	6,136	0	0
AT HOME GROUP INC	COM	04650Y100	6,275	414,242	SH	-	DFND	1 3 4	414,242	0	0
CARDTRONICS PLC	SHS CL A	G1991C105	14,829	332,487	SH	-	DFND	1 3 4	332,487	0	0
CARDTRONICS PLC	SHS CL A	G1991C105	437	9,805	SH	-	DFND	4 5	9,805	0	0
DELL TECHNOLOGIES INC	COM CL V	24703L103	445	9,320	SH	-	DFND	1 3 4	9,320	0	0
DELL TECHNOLOGIES INC	COM CL V	24703L103	306	6,401	SH	-	DFND	4 5	6,401	0	0
FIRSTCASH INC	COM	33767D105	16,522	350,946	SH	-	DFND	1 3 4	350,946	0	0
FIRSTCASH INC	COM	33767D105	305	6,468	SH	-	DFND	4 5	6,468	0	0
HOPE BANCORP INC	COM	43940T109	427	24,570	SH	-	DFND	4 5	24,570	0	0
HOPE BANCORP INC	COM	43940T109	15,974	919,633	SH	-	DFND	1 3 4	919,633	0	0
IHS MARKIT LTD	SHS	G47567105	44,276	1,179,114	SH	-	DFND	1 3 4	1,179,114	0	0
INTEGER HLDGS CORP	COM	45826H109	4,302	198,323	SH	-	DFND	1 3 4	198,323	0	0
JOHNSON CTLS INTL PLC	SHS	G51502105	80,634	1,732,934	SH	-	DFND	1 3 4	1,732,934	0	0
JOHNSON CTLS INTL PLC	SHS	G51502105	4,116	88,459	SH	-	DFND	4 5	88,459	0	0
LIFE STORAGE INC	COM	53223X107	15,544	174,775	SH	-	DFND	1 3 4	174,775	0	0
LIFE STORAGE INC	COM	53223X107	950	10,682	SH	-	DFND	4 5	10,682	0	0
MEDEQUITIES RLTY TR INC	COM	58409L306	11,475	976,623	SH	-	DFND	1 3 4	976,623	0	0
TIVO CORP	COM	88870P106	17,165	881,139	SH	-	DFND	1 3 4	881,139	0	0
TIVO CORP	COM	88870P106	310	15,918	SH	-	DFND	4 5	15,918	0	0
VERSO CORP	CL A	92531L207	2,684	416,199	SH	-	DFND	1 3 4	416,199	0	0
XL GROUP LTD	COM	G98294104	1,243	36,960	SH	-	DFND	4 5	36,960	0	0
XL GROUP LTD	COM	G98294104	12,646	376,039	SH	-	DFND	1 3 4	376,039	0	0