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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: 1

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 11-17-2016
[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>4</u>
Form 13F Information table Value Total:	<u>27,223</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	COLUMN 2	COLUMN 3	COLUMN 4	COLUMN 5	COLUMN 6	COLUMN 7	COLUMN 8				
NAME OF ISSUER	TITLE OF CLASS	CUSIP	VALUE	SHRS OR	SH /	PUT /	INVESTMENT	OTHER	VOTING AUTHORITY		
									SOLE	SHARED	NONE
COMMERCEHUB INC	COM SER A	20084V108	6,798	430,265	SH	-	DFND	1 3 4	430,265	0	0
COMMERCEHUB INC	COM SER C	20084V306	11,503	723,019	SH	-	DFND	1 3 4	723,019	0	0
WASHINGTON PRIME GROUP NEW	COM	93964W108	310	25,042	SH	-	DFND	4 5	25,042	0	0
WASHINGTON PRIME GROUP NEW	COM	93964W108	8,612	695,609	SH	-	DFND	1 3 4	695,609	0	0