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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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hours per response: 23.8

FORM 13F COVER PAGE

Report for the Calendar Year or Quarter Ended: 03-31-2021

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

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 05-24-2021
[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).)

Form 13F Summary Page

Report Summary:

Number of Other Included Managers:	<u>4</u>
Form 13F Information table Entry Total:	<u>36</u>
Form 13F Information table Value Total:	<u>378,657</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>

FORM 13F INFORMATION TABLE

COLUMN 1 NAME OF ISSUER	COLUMN 2 TITLE OF CLASS	COLUMN 3 CUSIP	COLUMN 4 VALUE (x\$1000)	SHRS OR PRN AMT	SH/ PRN	PUT/ CALL	COLUMN 6 INVESTMENT DISCRETION	COLUMN 7 OTHER MANAGER	COLUMN 8 VOTING AUTHORITY		
									SOLE	SHARED	NONE
APA CORPORATION	COM	03743Q108	461	25,776	SH	-	DFND	1 4	25,776	0	0
APA CORPORATION	COM	03743Q108	7,678	428,922	SH	-	DFND	1 3 4	428,922	0	0
ATOTECH LTD	COM	G0625A105	30,504	1,506,356	SH	-	DFND	1 3 4	1,506,356	0	0
BM TECHNOLOGIES INC	CL A COM	05591L107	401	34,448	SH	-	DFND	1 3 4	34,448	0	0
COURSERA INC	COM	22266M104	5,850	150,000	SH	-	DFND	1 3 4	150,000	0	0
DESIGN THERAPEUTICS INC	COM	25056L103	3,212	107,408	SH	-	DFND	1 3 4	107,408	0	0
DIGITALOCEAN HLDGS INC	COM	25402D102	30,199	716,814	SH	-	DFND	1 3 4	716,814	0	0
DIME CMNTY BANCSHARES INC	COM	25432X102	7,935	263,284	SH	-	DFND	1 3 4	263,284	0	0
DIVERSEY HLDGS LTD	ORD SHS	G28923103	37,368	2,540,323	SH	-	DFND	1 3 4	2,540,323	0	0
IMMUNITYBIO INC	COM	45256X103	570	23,990	SH	-	DFND	1 3 4	23,990	0	0
IMMUNOCORE HLDGS PLC	ADS	45258D105	5,260	123,572	SH	-	DFND	1 3 4	123,572	0	0
LUMEN TECHNOLOGIES INC	COM	550241103	16,965	1,270,820	SH	-	DFND	1 3 4	1,270,820	0	0
LUMEN TECHNOLOGIES INC	COM	550241103	990	74,171	SH	-	DFND	1 4	74,171	0	0
MODIVCARE INC	COM	60783X104	13,031	87,977	SH	-	DFND	1 3 4	87,977	0	0
MODIVCARE INC	COM	60783X104	382	2,579	SH	-	DFND	1 4	2,579	0	0
NOV INC	COM	62955J103	6,046	440,672	SH	-	DFND	1 3 4	440,672	0	0
NOV INC	COM	62955J103	364	26,504	SH	-	DFND	1 4	26,504	0	0
OLINK HLDG AB	SPONSORED ADS	680710100	11,268	313,013	SH	-	DFND	1 3 4	313,013	0	0
OLO INC	CL A	68134L109	2,872	108,828	SH	-	DFND	1 3 4	108,828	0	0
ON24 INC	COM	68339B104	14,637	301,739	SH	-	DFND	1 3 4	301,739	0	0
ORTHO CLINICAL DIAGNOSTICS H	ORD SHS	G6829J107	324	16,805	SH	-	DFND	1 4	16,805	0	0
PETCO HEALTH & WELLNESS CO I	COM	71601V105	24,115	1,088,235	SH	-	DFND	1 3 4	1,088,235	0	0
QUALTRICS INTL INC	COM CL A	747601201	11,364	345,308	SH	-	DFND	1 3 4	345,308	0	0
RLX TECHNOLOGY INC	SPONSORED ADS	74969N103	12,389	1,195,852	SH	-	DFND	1 3 4	1,195,852	0	0
SHOALS TECHNOLOGIES GROUP IN	CL A	82489W107	3,782	108,749	SH	-	DFND	1 3 4	108,749	0	0
SHOALS TECHNOLOGIES GROUP IN	CL A	82489W107	213	6,132	SH	-	DFND	1 4	6,132	0	0
SIGNIFY HEALTH INC	CL A COM	82671G100	15,890	543,031	SH	-	DFND	1 3 4	543,031	0	0
SIRIUSPOINT LTD	COM	G8192H106	6,813	669,887	SH	-	DFND	1 3 4	669,887	0	0
SL GREEN RLTY CORP	COM	78440X804	334	4,767	SH	-	DFND	1 4	4,767	0	0
SL GREEN RLTY CORP	COM	78440X804	16,947	242,138	SH	-	DFND	1 3 4	242,138	0	0
SOCIEDAD QUIMICA Y MINERA DE	RIGHT 04/19/2021	833636111	65	20,842	SH	-	DFND	1 3 4	20,842	0	0
SUN CTRY AIRLS HLDGS INC	COM	866683105	3,283	95,759	SH	-	DFND	1 3 4	95,759	0	0
TRAVEL PLUS LEISURE CO	COM	894164102	19,381	316,881	SH	-	DFND	1 3 4	316,881	0	0
TRAVEL PLUS LEISURE CO	COM	894164102	351	5,741	SH	-	DFND	1 4	5,741	0	0
TRAVEL PLUS LEISURE CO	COM	894164102	66,753	1,091,450	SH	-	DFND	2 3 4	1,091,450	0	0
VIANI TECHNOLOGY INC	COM CL A	92557A101	660	12,471	SH	-	DFND	1 3 4	12,471	0	0