

# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

### CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report: **May 19, 2015**  
(Date of earliest event reported)

### **PRINCIPAL FINANCIAL GROUP, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-16725**  
(Commission file number)

**42-1520346**  
(I.R.S. Employer  
Identification Number)

**711 High Street, Des Moines, Iowa 50392**  
(Address of principal executive offices)

**(515) 247-5111**  
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

(d) On May 19, 2015, the Board of Directors of Principal Financial Group, Inc. (the “Company”) elected Blair C. Pickerell as a new director of the Company and of Principal Life Insurance Company, effective August 17, 2015. There is no arrangement or understanding between Mr. Pickerell and any other person pursuant to which Mr. Pickerell was selected as a director. Mr. Pickerell has no material interest in any prior, existing or proposed transaction or series of transactions with the Company or its management.

Effective with the next regularly scheduled meetings to be held in August, Mr. Pickerell will serve as a member of the Finance and Nominating and Governance Committees of the Board of Directors. Mr. Pickerell’s compensation as a non-employee director will be consistent with that provided to all Company non-employee directors, as described in the Company’s most recent proxy statement filed with the Securities and Exchange Commission on April 8, 2015. Pursuant to the established compensation program for non-employee directors, Mr. Pickerell will receive a pro-rated grant of Company restricted stock units which will be determined based upon the closing price of Company stock on August 17, 2015, the effective date of the grant.

A press release announcing Mr. Pickerell’s election is included herewith as Exhibit 99.

**Item 9.01 Financial Statements and Exhibits**

<b>Exhibit No.</b>	<b>Description</b>
99	Press Release Concerning Election of Blair C. Pickerell, dated May 19, 2015

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

PRINCIPAL FINANCIAL GROUP, INC.

By: /s/ Karen E. Shaff

Name: Karen E. Shaff

Title: Executive Vice President, General Counsel and Secretary

Date: May 19, 2015

Release: On receipt, May 19, 2015

Media Contact: Susan Houser, 515.248.2268, [houser.susan@principal.com](mailto:houser.susan@principal.com)

Investor Contact: John Egan, 515.235.9500, [egan.john@principal.com](mailto:egan.john@principal.com)

## **The Principal Financial Group Names Pickerell to Board of Directors**

(Des Moines, Iowa) - The Principal Financial Group<sup>®</sup> (NYSE: PFG) announced today that Blair C. Pickerell, chairman, Asia, of Nikko Asset Management, has been elected to The Principal<sup>®</sup> Board of Directors, effective August 17, 2015.

“Blair brings a valuable perspective to the Board with his work in asset management in large, global organizations,” said Larry Zimpleman, chairman and CEO of The Principal. “We look forward to tapping into his expertise as we continue to execute our global growth strategy.”

Pickerell has been in his current role with Nikko Asset Management since 2010. Prior to that, he was CEO, Asia, at Morgan Stanley Investment Management. Before that, he held positions at a number of asset and investment management organizations in Hong Kong. Pickerell earned a bachelor’s degree in political science and a master’s degree in East Asian studies from Stanford University, and an MBA from Harvard Business School. He is fluent in Mandarin Chinese.

“This is an exciting time at The Principal, and I’m looking forward to being a part of their continued global growth and success,” added Pickerell.

For more research, analysis and insights from The Principal<sup>®</sup>, visit [The Principal Knowledge Center](#) and connect with us on [Twitter](#).

### **About the Principal Financial Group**

The Principal Financial Group (The Principal<sup>®</sup>)<sup>1</sup> is a global investment management leader offering retirement services, insurance solutions and asset management. The Principal offers businesses, individuals and institutional clients a wide range of financial products and services, including retirement, asset management and insurance through its diverse family of financial services companies. Founded in 1879 and a member of the FORTUNE 500<sup>®</sup>, the Principal Financial Group has \$530.3 billion in assets under management<sup>2</sup> and serves some 19.9 million customers worldwide from offices in Asia, Australia, Europe, Latin America and the United States. Principal Financial Group, Inc. is traded on the New York Stock Exchange under the ticker symbol PFG. For more information, visit [www.principal.com](http://www.principal.com).

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<sup>1</sup>“The Principal Financial Group” and “The Principal” are registered service marks of Principal Financial Services, Inc., a member of the Principal Financial Group.

<sup>2</sup>As of March 31, 2015.