

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 10-Q**

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended June 30, 2016

OR

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

1-16725

(Commission file number)

**PRINCIPAL FINANCIAL GROUP, INC.**

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation or organization)

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)

Indicate by check mark whether the Registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the Registrant was required to file such reports) and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer or a smaller reporting company. See definitions of "large accelerated filer," "accelerated filer" and "smaller reporting company" in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer   
(Do not check if a smaller  
reporting company)

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

The total number of shares of the registrant's Common Stock, \$0.01 par value, outstanding as of July 27, 2016, was 287,593,449.

PRINCIPAL FINANCIAL GROUP, INC.

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**PART I — FINANCIAL INFORMATION**
**Item 1. Financial Statements**

**Principal Financial Group, Inc.**  
**Consolidated Statements of Financial Position**

	<b>June 30, 2016</b>	<b>December 31,</b>
	(Unaudited)	<b>2015</b>
	<i>(in millions)</i>	
<b>Assets</b>		
Fixed maturities, available-for-sale (2016 and 2015 include \$242.6 million and \$257.4 million related to consolidated variable interest entities)	\$ 55,281.3	\$ 49,966.5
Fixed maturities, trading (2016 and 2015 include \$82.4 million and \$100.4 million related to consolidated variable interest entities)	656.9	686.8
Equity securities, available-for-sale	105.2	104.5
Equity securities, trading (2016 and 2015 include \$689.0 million and \$640.9 million related to consolidated variable interest entities)	1,331.1	1,202.7
Mortgage loans	12,685.8	12,339.4
Real estate (2016 and 2015 include \$411.9 million and \$354.5 million related to consolidated variable interest entities)	1,474.0	1,451.8
Policy loans	831.6	817.1
Other investments (2016 and 2015 include \$360.5 million and \$29.5 million related to consolidated variable interest entities and \$82.1 million and \$53.4 million measured at fair value under the fair value option)	4,321.5	3,251.7
Total investments	76,687.4	69,820.5
Cash and cash equivalents	2,255.4	2,564.8
Accrued investment income	563.0	545.6
Premiums due and other receivables	1,504.8	1,429.3
Deferred acquisition costs	3,173.7	3,276.1
Property and equipment	667.9	633.8
Goodwill	1,037.2	1,009.0
Other intangibles	1,358.5	1,359.2
Separate account assets (2016 and 2015 include \$35,839.9 million and \$33,300.4 million related to consolidated variable interest entities)	134,736.0	136,978.9
Other assets	1,090.3	1,043.1
Total assets	\$ 223,074.2	\$ 218,660.3
<b>Liabilities</b>		
Contractholder funds (2016 and 2015 include \$346.9 million and \$338.9 million related to consolidated variable interest entities)	\$ 37,781.0	\$ 35,716.1
Future policy benefits and claims	27,996.1	25,856.5
Other policyholder funds	888.4	805.4
Short-term debt	25.9	181.1
Long-term debt (2016 and 2015 include \$46.5 million and \$42.8 million related to consolidated variable interest entities)	3,270.2	3,265.2
Income taxes currently payable	10.2	18.4
Deferred income taxes	1,234.7	697.2
Separate account liabilities (2016 and 2015 include \$35,839.9 million and \$33,300.4 million related to consolidated variable interest entities)	134,736.0	136,978.9
Other liabilities (2016 and 2015 include \$317.0 million and \$345.9 million related to consolidated variable interest entities, of which \$58.6 million and \$68.1 million are measured at fair value under the fair value option)	6,226.9	5,678.4
Total liabilities	212,169.4	209,197.2
Redeemable noncontrolling interest (2016 includes \$266.6 million related to consolidated variable interest entities)	337.1	85.7
<b>Stockholders' equity</b>		
Series A preferred stock, par value \$.01 per share with liquidation preference of \$100 per share — 0.0 million and 0.0 million shares authorized, issued and outstanding in 2016 and 2015	—	—
Series B preferred stock, par value \$.01 per share with liquidation preference of \$25 per share — 0.0 million and 0.0 million shares authorized, issued and outstanding in 2016 and 2015	—	—
Common stock, par value \$.01 per share — 2,500.0 million shares authorized, 468.1 million and 466.2 million shares issued, and 288.0 million and 291.4 million shares outstanding in 2016 and 2015	4.7	4.7
Additional paid-in capital	9,615.7	9,544.8
Retained earnings	7,339.6	6,875.9
Accumulated other comprehensive loss	(19.3)	(882.5)
Treasury stock, at cost (180.1 million and 174.8 million shares in 2016 and 2015)	(6,441.0)	(6,231.3)
Total stockholders' equity attributable to Principal Financial Group, Inc.	10,499.7	9,311.6
Noncontrolling interest	68.0	65.8
Total stockholders' equity	10,567.7	9,377.4
Total liabilities and stockholders' equity	\$ 223,074.2	\$ 218,660.3

See accompanying notes.

**Principal Financial Group, Inc.**  
**Consolidated Statements of Operations**  
(Unaudited)

	For the three months ended		For the six months ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	<i>(in millions, except per share data)</i>			
<b>Revenues</b>				
Premiums and other considerations	\$ 1,276.0	\$ 1,682.4	\$ 2,558.4	\$ 2,598.8
Fees and other revenues	916.8	901.5	1,772.7	1,852.3
Net investment income	799.2	789.9	1,560.9	1,513.8
Net realized capital gains (losses), excluding impairment losses on available-for-sale securities	43.7	(108.6)	228.4	(34.9)
Net other-than-temporary impairment (losses) recoveries on available-for-sale securities	(3.4)	(0.6)	(59.0)	13.4
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified to (from) other comprehensive income	(6.6)	(5.4)	0.9	(26.9)
Net impairment losses on available-for-sale securities	(10.0)	(6.0)	(58.1)	(13.5)
Net realized capital gains (losses)	33.7	(114.6)	170.3	(48.4)
Total revenues	<u>3,025.7</u>	<u>3,259.2</u>	<u>6,062.3</u>	<u>5,916.5</u>
<b>Expenses</b>				
Benefits, claims and settlement expenses	1,659.9	2,054.6	3,318.4	3,290.9
Dividends to policyholders	38.0	41.1	76.8	82.8
Operating expenses	927.9	869.0	1,827.4	1,790.2
Total expenses	<u>2,625.8</u>	<u>2,964.7</u>	<u>5,222.6</u>	<u>5,163.9</u>
Income before income taxes	399.9	294.5	839.7	752.6
Income taxes	72.9	29.6	143.5	58.6
Net income	<u>327.0</u>	<u>264.9</u>	<u>696.2</u>	<u>694.0</u>
Net income attributable to noncontrolling interest	4.7	7.3	5.9	14.0
Net income attributable to Principal Financial Group, Inc.	<u>322.3</u>	<u>257.6</u>	<u>690.3</u>	<u>680.0</u>
Less:				
Preferred stock dividends	—	8.3	—	16.5
Excess of redemption value over carrying value of preferred shares redeemed	—	8.2	—	8.2
Net income available to common stockholders	<u>\$ 322.3</u>	<u>\$ 241.1</u>	<u>\$ 690.3</u>	<u>\$ 655.3</u>
<b>Earnings per common share</b>				
Basic earnings per common share	<u>\$ 1.11</u>	<u>\$ 0.82</u>	<u>\$ 2.37</u>	<u>\$ 2.22</u>
Diluted earnings per common share	<u>\$ 1.10</u>	<u>\$ 0.81</u>	<u>\$ 2.35</u>	<u>\$ 2.20</u>
<b>Dividends declared per common share</b>	<u>\$ 0.39</u>	<u>\$ 0.38</u>	<u>\$ 0.77</u>	<u>\$ 0.74</u>

See accompanying notes.

**Principal Financial Group, Inc.**  
**Consolidated Statements of Comprehensive Income**  
**(Unaudited)**

	For the three months ended		For the six months ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Net income	\$ 327.0	\$ 264.9	\$ 696.2	\$ 694.0
Other comprehensive income (loss), net:				
Net unrealized gains (losses) on available-for-sale securities	303.2	(306.4)	707.6	(249.3)
Noncredit component of impairment losses on fixed maturities, available-for-sale	2.6	3.4	(1.6)	16.9
Net unrealized gains (losses) on derivative instruments	11.2	(16.1)	12.5	11.7
Foreign currency translation adjustment	14.1	(42.5)	143.8	(175.1)
Net unrecognized postretirement benefit obligation	8.0	12.0	16.0	24.0
Other comprehensive income (loss)	339.1	(349.6)	878.3	(371.8)
Comprehensive income (loss)	666.1	(84.7)	1,574.5	322.2
Comprehensive income attributable to noncontrolling interest	7.0	8.9	11.7	9.3
Comprehensive income (loss) attributable to Principal Financial Group, Inc.	\$ 659.1	\$ (93.6)	\$ 1,562.8	\$ 312.9

*See accompanying notes.*

**Principal Financial Group, Inc.**  
**Consolidated Statements of Stockholders' Equity**  
**(Unaudited)**

	Series A preferred stock	Series B preferred stock	Common stock	Additional paid-in capital	Retained earnings	Accumulated other comprehensive income (loss)	Treasury stock	Noncontrolling interest	Total stockholders' equity
	<i>(in millions)</i>								
<b>Balances as of January 1, 2015</b>	\$ —	\$ 0.1	\$ 4.6	\$ 9,945.5	\$ 6,114.1	\$ 50.4	\$ (5,930.7)	\$ 48.0	\$ 10,232.0
Common stock issued	—	—	—	29.6	—	—	—	—	29.6
Stock-based compensation and additional related tax benefits	—	—	—	53.4	(3.2)	—	—	—	50.2
Treasury stock acquired, common	—	—	—	—	—	(75.6)	—	—	(75.6)
Dividends to common stockholders	—	—	—	—	(218.3)	—	—	—	(218.3)
Dividends to preferred stockholders	—	—	—	—	(16.5)	—	—	—	(16.5)
Preferred stock redemption	—	(0.1)	—	(541.7)	(8.2)	—	—	—	(550.0)
Distributions to noncontrolling interest	—	—	—	—	—	—	—	(11.6)	(11.6)
Contributions from noncontrolling interest	—	—	—	—	—	—	—	4.9	4.9
Purchase of subsidiary shares from noncontrolling interest	—	—	—	(9.7)	—	(9.9)	—	15.1	(4.5)
Adjustments to redemption amount of redeemable noncontrolling interest	—	—	—	(3.3)	—	—	—	—	(3.3)
Net income (excludes \$2.1 million attributable to redeemable noncontrolling interest)	—	—	—	—	680.0	—	—	11.9	691.9
Other comprehensive loss (excludes \$(5.6) million attributable to redeemable noncontrolling interest)	—	—	—	—	—	(367.1)	—	0.9	(366.2)
<b>Balances as of June 30, 2015</b>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 4.6</u>	<u>\$ 9,473.8</u>	<u>\$ 6,547.9</u>	<u>\$ (326.6)</u>	<u>\$ (6,006.3)</u>	<u>\$ 69.2</u>	<u>\$ 9,762.6</u>
<b>Balances as of January 1, 2016</b>	\$ —	\$ —	\$ 4.7	\$ 9,544.8	\$ 6,875.9	\$ (882.5)	\$ (6,231.3)	\$ 65.8	\$ 9,377.4
Common stock issued	—	—	—	11.2	—	—	—	—	11.2
Stock-based compensation and additional related tax benefits	—	—	—	44.2	(3.4)	—	—	0.2	41.0
Treasury stock acquired, common	—	—	—	—	—	(209.7)	—	—	(209.7)
Dividends to common stockholders	—	—	—	—	(223.2)	—	—	—	(223.2)
Distributions to noncontrolling interest	—	—	—	—	—	—	—	(2.7)	(2.7)
Contributions from noncontrolling interest	—	—	—	—	—	—	—	0.4	0.4
Purchase of subsidiary shares from noncontrolling interest	—	—	—	15.1	—	(9.3)	—	—	5.8
Adjustments to redemption amount of redeemable noncontrolling interest	—	—	—	0.4	—	—	—	—	0.4
Net income (excludes \$3.2 million attributable to redeemable noncontrolling interest)	—	—	—	—	690.3	—	—	2.7	693.0
Other comprehensive income (excludes \$4.2 million attributable to redeemable noncontrolling interest)	—	—	—	—	—	872.5	—	1.6	874.1
<b>Balances as of June 30, 2016</b>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ 4.7</u>	<u>\$ 9,615.7</u>	<u>\$ 7,339.6</u>	<u>\$ (19.3)</u>	<u>\$ (6,441.0)</u>	<u>\$ 68.0</u>	<u>\$ 10,567.7</u>

See accompanying notes.

**Principal Financial Group, Inc.**  
**Consolidated Statements of Cash Flows**  
**(Unaudited)**

	For the six months ended	
	June 30,	
	2016	2015
	<i>(in millions)</i>	
<b>Operating activities</b>		
Net income	\$ 696.2	\$ 694.0
Adjustments to reconcile net income to net cash provided by operating activities:		
Amortization of deferred acquisition costs	171.6	101.6
Additions to deferred acquisition costs	(201.5)	(191.9)
Accrued investment income	(17.4)	7.2
Net cash flows for trading securities	(41.1)	(33.3)
Premiums due and other receivables	57.7	(48.2)
Contractholder and policyholder liabilities and dividends	1,314.0	1,546.2
Current and deferred income taxes (benefits)	110.9	(75.4)
Net realized capital (gains) losses	(170.3)	48.4
Depreciation and amortization expense	93.2	83.3
Real estate acquired through operating activities	(21.9)	(29.3)
Real estate sold through operating activities	21.0	51.6
Stock-based compensation	40.1	50.3
Other	73.1	(87.1)
Net adjustments	1,429.4	1,423.4
Net cash provided by operating activities	2,125.6	2,117.4
<b>Investing activities</b>		
Available-for-sale securities:		
Purchases	(7,476.9)	(4,828.5)
Sales	557.4	983.1
Maturities	3,667.9	3,636.1
Mortgage loans acquired or originated	(1,198.0)	(1,057.1)
Mortgage loans sold or repaid	910.4	775.3
Real estate acquired	(66.4)	(204.1)
Net purchases of property and equipment	(74.7)	(67.3)
Net change in other investments	6.3	(174.6)
Net cash used in investing activities	(3,674.0)	(937.1)
<b>Financing activities</b>		
Issuance of common stock	11.2	29.6
Acquisition of treasury stock	(209.7)	(75.6)
Proceeds from financing element derivatives	0.2	0.2
Payments for financing element derivatives	(43.0)	(39.5)
Excess tax benefits from share-based payment arrangements	5.5	14.1
Purchase of subsidiary shares from noncontrolling interest	(2.3)	(11.0)
Dividends to common stockholders	(223.2)	(218.3)
Dividends to preferred stockholders	—	(16.5)
Preferred stock redemption	—	(550.0)
Issuance of long-term debt	3.7	797.4
Principal repayments of long-term debt	—	(19.8)
Net repayments of short-term borrowings	(156.9)	—
Investment contract deposits	6,877.7	2,722.9
Investment contract withdrawals	(5,071.0)	(3,414.7)
Net increase in banking operation deposits	47.1	8.2
Other	(0.3)	(6.8)
Net cash provided by (used in) financing activities	1,239.0	(779.8)
Net increase (decrease) in cash and cash equivalents	(309.4)	400.5
Cash and cash equivalents at beginning of period	2,564.8	1,863.9
Cash and cash equivalents at end of period	\$ 2,255.4	\$ 2,264.4

See accompanying notes.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements**  
**June 30, 2016**  
**(Unaudited)**

**1. Nature of Operations and Significant Accounting Policies**

**Basis of Presentation**

The accompanying unaudited consolidated financial statements of Principal Financial Group, Inc. (“PFG”) have been prepared in conformity with accounting principles generally accepted in the U.S. (“U.S. GAAP”) for interim financial statements and with the instructions to Form 10-Q and Article 10 of Regulation S-X. In the opinion of management, all adjustments (consisting of normal recurring accruals) considered necessary for a fair presentation have been included. Operating results for the three and six months ended June 30, 2016, are not necessarily indicative of the results that may be expected for the year ended December 31, 2016. These interim unaudited consolidated financial statements should be read in conjunction with our annual audited financial statements as of December 31, 2015, included in our Form 10-K for the year ended December 31, 2015, filed with the United States Securities and Exchange Commission (“SEC”). The accompanying consolidated statement of financial position as of December 31, 2015, has been derived from the audited consolidated statement of financial position but does not include all of the information and footnotes required by U.S. GAAP for complete financial statements.

**Consolidation**

We have relationships with various special purpose entities and other legal entities that must be evaluated to determine if the entities meet the criteria of a variable interest entity (“VIE”) or a voting interest entity (“VOE”). This assessment is performed by reviewing contractual, ownership and other rights, including involvement of related parties, and requires use of judgment. First, we determine if we hold a variable interest in an entity by assessing if we have the right to receive expected losses and expected residual returns of the entity. If we hold a variable interest, then the entity is assessed to determine if it is a VIE. An entity is a VIE if the equity at risk is not sufficient to support its activities, if the equity holders lack a controlling financial interest or if the entity is structured with non-substantive voting rights. In addition to the previous criteria, if the entity is a limited partnership or similar entity, it is a VIE if the limited partners do not have the power to direct the entity’s most significant activities through substantive kick-out rights or participating rights. A VIE is evaluated to determine the primary beneficiary. The primary beneficiary of a VIE is the enterprise with (1) the power to direct the activities of a VIE that most significantly impact the entity’s economic performance and (2) the obligation to absorb losses of the entity or the right to receive benefits from the entity that could potentially be significant to the VIE. When we are the primary beneficiary, we are required to consolidate the entity in our financial statements. We reassess our involvement with VIEs on a quarterly basis. For further information about VIEs, refer to Note 2, Variable Interest Entities.

If an entity is not a VIE, it is considered a VOE. VOEs are generally consolidated if we own a greater than 50% voting interest. If we determine our involvement in an entity no longer meets the requirements for consolidation under either the VIE or VOE models, the entity is deconsolidated. Entities in which we have significant management influence over the operating and financing decisions but are not required to consolidate, other than investments accounted for at fair value under the fair value option, are reported using the equity method.



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Recent Accounting Pronouncements**

Description	Date of adoption	Effect on our consolidated financial statements or other significant matters
<i>Standards not yet adopted:</i>		
<p><b>Credit Losses</b>                      This authoritative guidance requires entities to use a current expected credit loss (“CECL”) model to measure impairment for most financial assets that are not recorded at fair value through net income. Under the CECL model, an entity will estimate lifetime expected credit losses considering available relevant information about historical events, current conditions and reasonable and supportable forecasts. The CECL model does not apply to available-for-sale debt securities. This guidance also expands the required credit loss disclosures and will be applied using a modified retrospective approach by recording a cumulative-effect adjustment to retained earnings as of the beginning of the period of adoption. Early adoption is permitted.</p>	January 1, 2020	We are currently evaluating the impact this guidance will have on our consolidated financial statements.
<p><b>Leases</b>                      This authoritative guidance requires lessee recognition of lease assets and lease liabilities on the balance sheet. The concept of an operating lease, where the lease assets and liabilities are off balance sheet, is eliminated under the new guidance. For lessors, the guidance modifies lease classification criteria and accounting for certain types of leases. Other key aspects of the guidance relate to the removal of the current real estate- specific guidance and new presentation and disclosure requirements. Lessees and lessors are required to recognize and measure leases at the beginning of the earliest period presented using a modified retrospective approach, which includes certain optional practical expedients that may be elected. Early adoption is permitted.</p>	January 1, 2019	We are currently evaluating the impact this guidance will have on our consolidated financial statements.
<p><b>Financial instruments - recognition and measurements</b>                      This authoritative guidance addresses certain aspects of recognition, measurement, presentation and disclosure of financial instruments. The primary focus of this guidance is to supersede the guidance to classify equity securities with readily determinable fair values into different categories (trading or available-for-sale) and requires equity securities to be measured at fair value with changes in the fair value recognized through net income. This guidance requires adoption through a cumulative-effect adjustment to the balance sheet as of the beginning of the fiscal year of adoption.</p>	January 1, 2018	We are currently evaluating the impact this guidance will have on our consolidated financial statements.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

Description	Date of adoption	Effect on our consolidated financial statements or other significant matters
<p><b>Revenue recognition</b>                      This authoritative guidance replaces all general and most industry specific revenue recognition guidance (excluding insurance) currently prescribed by U.S. GAAP. The core principle is that an entity recognizes revenue to reflect the transfer of a promised good or service to customers in an amount that reflects the consideration to which the entity expects to be entitled in exchange for that good or service. This guidance also provides clarification on when an entity is a principal or an agent in a transaction. The guidance may be applied using one of the following two methods: (1) retrospectively to each prior reporting period presented, or (2) retrospectively with the cumulative effect of initially applying the standard recognized at the date of initial application.</p>	January 1, 2018	We are currently evaluating the impact this guidance will have on our consolidated financial statements.
<p><b>Employee share-based payment accounting</b>                      This authoritative guidance changes certain aspects of accounting for and reporting share-based payments to employees including changes related to the income tax effects of share-based payments, tax withholding requirements and accounting for forfeitures. Various transition methods will apply depending on the situation being addressed.</p>	January 1, 2017	We are currently evaluating the impact this guidance will have on our consolidated financial statements.
<p><b>Short-duration insurance contracts</b>                      This authoritative guidance requires additional disclosures related to short-duration insurance contracts. Retrospective application through comparative disclosures is required.</p>	December 31, 2016	We are currently evaluating the impact this guidance will have on our consolidated financial statements.
<b>Standards adopted:</b>		
<p><b>Net asset value per share as a practical expedient for fair value</b>                      This authoritative guidance removes the requirement to categorize within the fair value hierarchy all investments for which fair value is measured using the net asset value per share practical expedient.</p>	January 1, 2016	The guidance was adopted retrospectively and did not have a material impact on our consolidated financial statements. See Note 10, Fair Value Measurements, for further details.
<p><b>Simplifying the presentation of debt issuance costs</b>                      This authoritative guidance requires debt issuance costs related to a recognized debt liability to be presented in the balance sheet as a direct deduction from the carrying amount of that debt liability, consistent with debt discounts.</p>	January 1, 2016	The guidance was adopted retrospectively and did not have a material impact on our consolidated financial statements. See Note 5, Long-Term Debt, for further details.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

Description	Date of adoption	Effect on our consolidated financial statements or other significant matters
<p><b>Consolidations</b>                      This authoritative guidance makes changes to both the variable interest and voting interest consolidation models and eliminates the investment company deferral for portions of the variable interest model. The amendments in the standard impact the consolidation analysis for interests in investment companies and limited partnerships and similar entities.</p>	January 1, 2016	The guidance was adopted using the modified retrospective approach. See Note 2, Variable Interest Entities, for further details.
<p><b>Discontinued operations</b>                      This authoritative guidance amends the definition of discontinued operations and requires entities to provide additional disclosures associated with discontinued operations, as well as disposal transactions that do not meet the discontinued operations criteria. The guidance requires discontinued operations treatment for disposals of a component or group of components of an entity that represents a strategic shift that has or will have a major impact on an entity’s operations or financial results. The guidance also expands the scope to disposals of equity method investments and businesses that, upon initial acquisition, qualify as held for sale.</p>	January 1, 2015	This guidance was adopted prospectively and did not have a material impact on our consolidated financial statements.
<p><b>Fair value of financial assets and liabilities of a consolidated collateralized financing entity</b>                      This authoritative guidance provides a measurement alternative for a reporting entity to measure both the financial assets and financial liabilities of consolidated collateralized financing entities (“CCFEs”) using the more observable of the fair value of the financial assets or of the financial liabilities for both the financial assets and financial liabilities.</p>	January 1, 2015	This guidance was adopted using a modified retrospective approach and did not have a material impact on our consolidated financial statements. See Note 10, Fair Value Measurements, for further details.

**Separate Accounts**

The separate accounts are legally segregated and are not subject to the claims that arise out of any of our other business. The client, rather than us, directs the investments and bears the investment risk of these funds. The separate account assets represent the fair value of funds that are separately administered by us for contracts with equity, real estate and fixed income investments and are presented as a summary total within the consolidated statements of financial position. An equivalent amount is reported as separate account liabilities, which represent the obligation to return the monies to the client. We receive fees for mortality, withdrawal and expense risks, as well as administrative, maintenance and investment advisory services that are included in the consolidated statements of operations. Net deposits, net investment income and realized and unrealized capital gains and losses of the separate accounts are not reflected in the consolidated statements of operations.

Separate account assets and separate account liabilities include certain international retirement accumulation products where the segregated funds and associated obligation to the client are consolidated within our financial statements. We have determined that summary totals are the most meaningful presentation for these funds.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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As of June 30, 2016 and December 31, 2015, the separate account assets included a separate account valued at \$126.4 million and \$158.2 million, respectively, which primarily included shares of our stock that were allocated and issued to eligible participants of qualified employee benefit plans administered by us as part of the policy credits issued under our 2001 demutualization. These shares are included in both basic and diluted earnings per share calculations. In the consolidated statements of financial position, the separate account shares are recorded at fair value and are reported as separate account assets with a corresponding separate account liability to eligible participants of the qualified plan. Changes in fair value of the separate account shares are reflected in both the separate account assets and separate account liabilities and do not impact our results of operations.

## **2. Variable Interest Entities**

We have relationships with various types of entities which may be VIEs. Certain VIEs are consolidated in our financial results. See Note 1, Nature of Operations and Significant Accounting Policies, under the caption “Consolidation” for further details of our consolidation accounting policies. We did not provide financial or other support to investees designated as VIEs for the periods ended June 30, 2016 and December 31, 2015.

### **Adoption of New Consolidation Guidance**

Both the variable interest and voting interest consolidation models were changed under authoritative guidance effective January 1, 2016. The guidance eliminated the investment company deferral for portions of the variable interest model. Prior to January 1, 2016, the primary beneficiary of an investment company VIE was the enterprise who absorbed the majority of the entity’s expected losses, received a majority of the expected residual returns or both. The new guidance requires all VIEs to be assessed under one method to determine the primary beneficiary.

The determination of whether interests in limited partnerships and similar entities are VIEs or VOEs has also changed under the pronouncement, by requiring evaluation of the equity holders’ rights to determine if they have the power to direct the entity’s most significant activities through substantive kick-out rights or participating rights. Limited partnerships and similar entities without these rights are VIEs.

We adopted the guidance using the modified retrospective approach effective January 1, 2016. Under the modified retrospective approach, the cumulative effect of initially applying the new guidance is recognized as of the date of initial application, and comparative periods are not restated. The changes resulting from the adoption were:

- The adoption resulted in the deconsolidation of \$8.6 billion of both assets and liabilities of certain mandatory privatized social security funds in which we provide asset management services. Prior to January 1, 2016, the funds were consolidated as VOEs and the funds were presented in separate account assets and liabilities in the statement of financial position. The deconsolidation did not have a material impact to our consolidated statements of operations and did not result in a cumulative effect of the change on retained earnings.
- The adoption of the guidance resulted in consolidation of certain sponsored investment funds in which we provide asset management services. We consolidated \$180.1 million of assets and \$0.6 million of liabilities. Additionally, we recorded \$179.5 million of redeemable noncontrolling interest related to these funds. The consolidation of these funds did not have a material impact to our consolidated statements of operations and did not result in a cumulative effect of the change on retained earnings.
- We invest in partnerships and other funds. Prior to new accounting guidance certain of these investments were VOEs. Upon adoption of new accounting guidance, some of these investments are now considered VIEs. We are not the primary beneficiary of these VIEs.
- We provide asset management and other services to certain investment structures for which we earn performance-based management fees. These structures were considered VIEs prior to new accounting guidance, and we had a variable interest. We were not the primary beneficiary of these entities as we did not have the obligation to absorb losses or the right to receive benefits of the entities that could be potentially significant to the VIE. Subsequent to new accounting guidance, we no longer consider our fees a variable interest for those investment structures where our fees are deemed to be commensurate with the services provided, consistent with fees for similar services negotiated at arms-length, and we do not have additional interests in the entity that would absorb a significant amount of the entity’s expected losses and expected residual returns of the entity.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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**(Unaudited)**

**Consolidated Variable Interest Entities**

***Grantor Trusts***

We contributed undated subordinated floating rate notes to three grantor trusts. The trusts separated their cash flows by issuing an interest-only certificate and a residual certificate related to each note contributed. Each interest-only certificate entitles the holder to interest on the stated note for a specified term, while the residual certificate entitles the holder to interest payments subsequent to the term of the interest-only certificate and to all principal payments. We retained the interest-only certificates and the residual certificates were subsequently sold to third parties. We have determined these grantor trusts are VIEs due to insufficient equity to sustain them. We determined we are the primary beneficiary as a result of our contribution of securities into the trusts and our significant continuing interest in the trusts.

***Collateralized Private Investment Vehicles***

We invest in cash and synthetic collateralized debt obligations, collateralized bond obligations, collateralized loan obligations and other collateralized structures, which are VIEs due to insufficient equity to sustain the entities (collectively known as “collateralized private investment vehicles”). The performance of the notes of these synthetic structures is primarily linked to a synthetic portfolio by derivatives; each note has a specific loss attachment and detachment point. The notes and related derivatives are collateralized by a pool of permitted investments. The investments are held by a trustee and can only be liquidated to settle obligations of the trusts. These obligations primarily include derivatives and the notes due at maturity or termination of the trusts. We determined we are the primary beneficiary for one of these synthetic entities because we act as the investment manager of the underlying portfolio and we have the power to make decisions and to receive benefits and the obligation to absorb losses that could be potentially significant to the VIE.

***Commercial Mortgage-Backed Securities***

We sold commercial mortgage loans to a real estate mortgage investment conduit trust. The trust issued various commercial mortgage-backed securities (“CMBS”) certificates using the cash flows of the underlying commercial mortgages it purchased. This is considered a VIE due to insufficient equity to sustain itself. We have determined we are the primary beneficiary as we retained the special servicing role for the assets within the trust as well as the ownership of the bond class that controls the unilateral kick-out rights of the special servicer.

***Mandatory Retirement Savings Funds***

We hold an equity interest in Chilean mandatory privatized social security funds in which we provide asset management services. We determined that the mandatory privatized social security funds, which also include contributions for voluntary pension savings, voluntary non-pension savings and compensation savings accounts, are VIEs. This is because the equity holders as a group lack the power, due to voting rights or similar rights, to direct the activities of the entity that most significantly impact the entity’s economic performance and also because equity investors are protected from below-average market investment returns relative to the industry’s return, due to a regulatory guarantee that we provide. Further we concluded that we are the primary beneficiary through our power to make decisions and our significant variable interest in the funds. The purpose of the funds, which reside in legally segregated entities, is to provide long-term retirement savings. The obligation to the customer is directly related to the assets held in the funds and, as such, we present the assets as separate account assets and the obligation as separate account liabilities within our consolidated statements of financial position.

Principal International Hong Kong offers retirement pension schemes in which we provide trustee, administration and asset management services to employers and employees under the Hong Kong Mandatory Provident Fund (“MPF”) and Occupational Retirement Schemes Ordinance (“ORSO”) pension schemes. Each pension scheme has various guaranteed and non-guaranteed constituent funds, or investment options, in which customers can invest their money. The guaranteed funds provide either a guaranteed rate of return to the customer or a minimum guarantee on withdrawals under certain qualifying events. We have determined the guaranteed funds are VIEs due to the fact the equity holders, as a group, lack the obligation to absorb expected losses due to the guarantee we provide. We concluded that we are the primary beneficiary because we have the power to make decisions and to receive benefits and the obligation to absorb losses that could be potentially significant to the VIE. Therefore, we consolidate the underlying assets and liabilities of the funds and present as separate accounts or within the general account, depending on the terms of the guarantee.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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***Real Estate***

We invest in several real estate limited partnerships and limited liability companies. The entities invest in real estate properties. Certain of these entities are VIEs based on the combination of our significant economic interest and related voting rights. We determined we are the primary beneficiary as a result of our power to control the entities through our significant ownership. Due to the nature of these real estate investments, the investment balance will fluctuate as we purchase and sell interests in the entities and as capital expenditures are made to improve the underlying real estate.

***Sponsored Investment Funds***

We sponsor and invest in certain investment funds for which we provide asset management services. Although our asset management fee is commensurate with the services provided and consistent with fees for similar services negotiated at arms-length, we have a variable interest for funds where our other interests are more than insignificant. The funds are VIEs as the equity holders lack power through voting rights to direct the activities of the entity that most significantly impact its economic performance. We determined we are the primary beneficiary of the VIEs where our interest in the entity is more than insignificant and we are the asset manager.

***Assets and Liabilities of Consolidated Variable Interest Entities***

The carrying amounts of our consolidated VIE assets, which can only be used to settle obligations of consolidated VIEs, and liabilities of consolidated VIEs for which creditors do not have recourse are as follows:

	<b>June 30, 2016</b>		<b>December 31, 2015</b>	
	<b>Total assets</b>	<b>Total liabilities</b>	<b>Total assets</b>	<b>Total liabilities</b>
	<i>(in millions)</i>			
Grantor trusts (1)	\$ 243.2	\$ 229.1	\$ 257.9	\$ 231.8
Collateralized private investment vehicles (2)	82.4	65.3	100.4	85.9
CMBS	15.1	—	18.4	—
Mandatory retirement savings funds (3)	36,518.8	36,186.8	33,941.3	33,639.3
Real estate (4)	428.3	66.1	384.2	71.3
Sponsored investment funds (5)	379.3	3.4	—	—
Total	<u>\$ 37,667.1</u>	<u>\$ 36,550.7</u>	<u>\$ 34,702.2</u>	<u>\$ 34,028.3</u>

- (1) The assets of grantor trusts are primarily fixed maturities, available-for-sale. The liabilities are primarily other liabilities that reflect an embedded derivative of the forecasted transaction to deliver the underlying securities.
- (2) The assets of the collateralized private investment vehicles are primarily fixed maturities, trading. The liabilities include derivative liabilities and an obligation to redeem notes at maturity or termination of the trusts, which are reported in other liabilities.
- (3) The assets of the mandatory retirement savings funds include separate account assets and equity securities, trading. The liabilities include separate account liabilities and contractholder funds.
- (4) The assets of the real estate VIEs primarily include real estate, other investments and cash. Liabilities primarily include long-term debt and other liabilities.
- (5) The assets of sponsored investment funds are primarily fixed maturities and equity securities reported in other investments and cash. The consolidated statements of financial position included a \$266.6 million redeemable noncontrolling interest for sponsored investment funds as of June 30, 2016.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Unconsolidated Variable Interest Entities**

*Invested Securities*

We hold a variable interest in a number of VIEs where we are not the primary beneficiary. Our investments in these VIEs are reported in fixed maturities, available-for-sale; fixed maturities, trading; equity securities, trading and other investments in the consolidated statements of financial position and are described below.

Unconsolidated VIEs include certain CMBS, residential mortgage-backed pass-through securities (“RMBS”) and other asset-backed securities (“ABS”). All of these entities were deemed VIEs because the equity within these entities is insufficient to sustain them. We determined we are not the primary beneficiary in the entities within these categories of investments. This determination was based primarily on the fact we do not own the class of security that controls the unilateral right to replace the special servicer or equivalent function.

As previously discussed, we invest in several types of collateralized private investment vehicles, which are VIEs. These include cash and synthetic structures that we do not manage. We have determined we are not the primary beneficiary of these collateralized private investment vehicles primarily because we do not control the economic performance of the entities and were not involved with the design of the entities.

We have invested in various VIE trusts as a debt holder. All of these entities are classified as VIEs due to insufficient equity to sustain them. We have determined we are not the primary beneficiary primarily because we do not control the economic performance of the entities and were not involved with the design of the entities.

We have invested in partnerships and other funds, which are classified as VIEs. The entities are VIEs as equity holders lack the power to control the most significant activities of the entities because the equity holders do not have either the ability by a simple majority to exercise substantive kick-out rights or substantive participating rights. We have determined we are not the primary beneficiary because we do not have the power to direct the most significant activities of the entities.

We hold an equity interest in Mexican mandatory privatized social security funds in which we provide asset management services. Our equity interest in the funds is considered a variable interest. We concluded the funds are VIEs because the equity holders as a group lack decision-making ability through their voting rights. We are not the primary beneficiary of the VIEs because although we, as the asset manager, have the power to direct the activities of the VIEs, we do not have a potentially significant variable interest in the funds.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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The carrying value and maximum loss exposure for our unconsolidated VIEs were as follows:

	<u>Asset carrying value</u>	<u>Maximum exposure to loss (1)</u>
	<i>(in millions)</i>	
<b>June 30, 2016</b>		
Fixed maturities, available-for-sale:		
Corporate	\$ 380.6	\$ 290.7
Residential mortgage-backed pass-through securities	2,819.7	2,689.4
Commercial mortgage-backed securities	4,330.6	4,302.5
Collateralized debt obligations	871.8	898.8
Other debt obligations	4,821.7	4,758.0
Fixed maturities, trading:		
Residential mortgage-backed pass-through securities	22.8	22.8
Commercial mortgage-backed securities	2.7	2.7
Collateralized debt obligations	35.5	35.5
Equity securities, trading	77.0	77.0
Other investments:		
Other limited partnership and fund interests	698.4	1,220.3
<b>December 31, 2015</b>		
Fixed maturities, available-for-sale:		
Corporate	\$ 453.4	\$ 359.8
Residential mortgage-backed pass-through securities	2,627.5	2,549.4
Commercial mortgage-backed securities	3,919.8	3,932.5
Collateralized debt obligations	667.5	692.7
Other debt obligations	4,530.8	4,527.3
Fixed maturities, trading:		
Residential mortgage-backed pass-through securities	25.9	25.9
Commercial mortgage-backed securities	2.3	2.3
Collateralized debt obligations	35.1	35.1
Other investments:		
Other limited partnership and fund interests	255.6	255.6

(1) Our risk of loss is limited to our initial investment measured at amortized cost for fixed maturities, available-for-sale. Our risk of loss is limited to our investment measured at fair value for our fixed maturities, trading and equity securities, trading. Our risk of loss is limited to our carrying value plus any unfunded commitments and/or guarantees for our other investments. Unfunded commitments are not liabilities on our consolidated statements of financial position because we are only required to fund additional equity when called upon to do so by the general partner or investment manager.

**Money Market Funds**

We are the investment manager for certain money market mutual funds. Prior to new accounting guidance effective January 1, 2016, these funds were deemed to be VIEs. Under the prior guidance we were not considered the primary beneficiary of these VIEs since our involvement is limited primarily to being a service provider, and our variable interest does not absorb the majority of the variability of the entities' net assets.

Effective January 1, 2016, new accounting guidance provides a scope exception for money market funds registered under Rule 2a-7 of the Investment Company Act of 1940 or similar funds. The scope exception eliminates the requirement to assess money market mutual funds under any consolidation model.

As of June 30, 2016 and December 31, 2015, these funds held \$1.0 billion and \$1.3 billion in total assets, respectively. We have no contractual obligation to contribute to the funds; however, we provided support to these money market mutual funds through the waiver of fees and expense reimbursements. The amount of fees waived and expenses reimbursed was insignificant.



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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**3. Investments**
**Fixed Maturities and Equity Securities**

Fixed maturities include bonds, ABS, redeemable preferred stock and certain nonredeemable preferred securities. Equity securities include mutual funds, common stock, nonredeemable preferred stock and required regulatory investments. We classify fixed maturities and equity securities as either available-for-sale or trading at the time of the purchase and, accordingly, carry them at fair value. See Note 10, Fair Value Measurements, for methodologies related to the determination of fair value. Unrealized gains and losses related to available-for-sale securities, excluding those in fair value hedging relationships, are reflected in stockholders' equity, net of adjustments associated with deferred acquisition costs ("DAC") and related actuarial balances, derivatives in cash flow hedge relationships and applicable income taxes. Unrealized gains and losses related to hedged portions of available-for-sale securities in fair value hedging relationships and mark-to-market adjustments on certain trading securities are reflected in net realized capital gains (losses). Mark-to-market adjustments related to certain securities carried at fair value with an investment objective to realize economic value through mark-to-market changes are reflected in net investment income.

The cost of fixed maturities is adjusted for amortization of premiums and accrual of discounts, both computed using the interest method. The cost of fixed maturities and equity securities classified as available-for-sale is adjusted for declines in value that are other than temporary. Impairments in value deemed to be other than temporary are primarily reported in net income as a component of net realized capital gains (losses), with noncredit impairment losses for certain fixed maturities, available-for-sale reported in other comprehensive income ("OCI"). For loan-backed and structured securities, we recognize income using a constant effective yield based on currently anticipated cash flows.

The amortized cost, gross unrealized gains and losses, other-than-temporary impairments in accumulated other comprehensive income ("AOCI") and fair value of fixed maturities and equity securities available-for-sale were as follows:

	Amortized cost	Gross unrealized gains	Gross unrealized losses	Fair value	Other-than- temporary impairments in AOCI (1)
	<i>(in millions)</i>				
<b>June 30, 2016</b>					
Fixed maturities, available-for-sale:					
U.S. government and agencies	\$ 1,479.2	\$ 91.2	\$ —	\$ 1,570.4	\$ —
Non-U.S. governments	738.4	164.4	1.0	901.8	—
States and political subdivisions	5,000.4	472.2	0.4	5,472.2	—
Corporate	32,179.8	2,552.9	320.4	34,412.3	16.0
Residential mortgage-backed pass-through securities	2,689.4	130.6	0.3	2,819.7	—
Commercial mortgage-backed securities	4,302.5	93.4	65.3	4,330.6	76.5
Collateralized debt obligations	898.8	0.9	27.9	871.8	1.0
Other debt obligations	4,838.8	88.4	24.7	4,902.5	53.5
Total fixed maturities, available-for-sale	<u>\$ 52,127.3</u>	<u>\$ 3,594.0</u>	<u>\$ 440.0</u>	<u>\$ 55,281.3</u>	<u>\$ 147.0</u>
Total equity securities, available-for-sale	<u>\$ 109.9</u>	<u>\$ 9.1</u>	<u>\$ 13.8</u>	<u>\$ 105.2</u>	
<b>December 31, 2015</b>					
Fixed maturities, available-for-sale:					
U.S. government and agencies	\$ 1,488.4	\$ 23.4	\$ 8.3	\$ 1,503.5	\$ —
Non-U.S. governments	669.8	128.5	5.0	793.3	—
States and political subdivisions	4,501.8	234.7	19.4	4,717.1	—
Corporate	30,245.5	1,532.9	638.2	31,140.2	5.9
Residential mortgage-backed pass-through securities	2,549.4	90.0	11.9	2,627.5	—
Commercial mortgage-backed securities	3,932.5	65.3	78.0	3,919.8	80.7
Collateralized debt obligations	692.7	1.4	26.6	667.5	1.3
Other debt obligations	4,594.2	39.2	35.8	4,597.6	58.2
Total fixed maturities, available-for-sale	<u>\$ 48,674.3</u>	<u>\$ 2,115.4</u>	<u>\$ 823.2</u>	<u>\$ 49,966.5</u>	<u>\$ 146.1</u>
Total equity securities, available-for-sale	<u>\$ 111.2</u>	<u>\$ 7.5</u>	<u>\$ 14.2</u>	<u>\$ 104.5</u>	

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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(1) Excludes \$122.3 million and \$131.5 million as of June 30, 2016 and December 31, 2015, respectively, of net unrealized gains on impaired fixed maturities, available-for-sale related to changes in fair value subsequent to the impairment date, which are included in gross unrealized gains and gross unrealized losses.

The amortized cost and fair value of fixed maturities available-for-sale as of June 30, 2016, by expected maturity, were as follows:

	<u>Amortized cost</u>	<u>Fair value</u>
	<i>(in millions)</i>	
Due in one year or less	\$ 2,792.5	\$ 2,815.4
Due after one year through five years	13,079.7	13,632.2
Due after five years through ten years	8,901.7	9,443.1
Due after ten years	14,623.9	16,466.0
Subtotal	<u>39,397.8</u>	<u>42,356.7</u>
Mortgage-backed and other asset-backed securities	12,729.5	12,924.6
Total	<u>\$ 52,127.3</u>	<u>\$ 55,281.3</u>

Actual maturities may differ because borrowers may have the right to call or prepay obligations. Our portfolio is diversified by industry, issuer and asset class. Credit concentrations are managed to established limits.

**Net Realized Capital Gains and Losses**

Net realized capital gains and losses on sales of investments are determined on the basis of specific identification. In general, in addition to realized capital gains and losses on investment sales and periodic settlements on derivatives not designated as hedges, we report gains and losses related to the following in net realized capital gains (losses): other-than-temporary impairments of securities and subsequent realized recoveries, mark-to-market adjustments on certain trading securities, mark-to-market adjustments on sponsored investment funds, fair value hedge and cash flow hedge ineffectiveness, mark-to-market adjustments on derivatives not designated as hedges, changes in the mortgage loan valuation allowance provision and impairments of real estate held for investment. Investment gains and losses on sales of certain real estate held for sale due to investment strategy and mark-to-market adjustments on certain securities carried at fair value with an investment objective to realize economic value through mark-to-market changes are reported as net investment income and are excluded from net realized capital gains (losses). The major components of net realized capital gains (losses) on investments were as follows:

	<u>For the three months ended</u>		<u>For the six months ended</u>	
	<u>June 30,</u>		<u>June 30,</u>	
	<u>2016</u>	<u>2015</u>	<u>2016</u>	<u>2015</u>
	<i>(in millions)</i>			
Fixed maturities, available-for-sale:				
Gross gains	\$ 46.9	\$ 3.4	\$ 50.1	\$ 13.2
Gross losses	(1.0)	(1.8)	(3.5)	(3.3)
Net impairment losses	(8.6)	(6.3)	(56.7)	(13.8)
Hedging, net	(1.0)	(25.3)	6.4	(35.9)
Fixed maturities, trading	1.2	(5.0)	10.1	(4.3)
Equity securities, available-for-sale:				
Net impairment recoveries (losses)	(1.4)	0.3	(1.4)	0.3
Equity securities, trading	18.7	2.4	(4.2)	3.9
Mortgage loans	0.1	2.3	2.6	(0.1)
Derivatives	(27.9)	(57.6)	157.7	5.0
Other	6.7	(27.0)	9.2	(13.4)
Net realized capital gains (losses)	<u>\$ 33.7</u>	<u>\$ (114.6)</u>	<u>\$ 170.3</u>	<u>\$ (48.4)</u>

Proceeds from sales of investments (excluding call and maturity proceeds) in fixed maturities, available-for-sale were \$454.6 million and \$325.0 million for the three months ended June 30, 2016 and 2015, and \$660.4 million and \$881.3 million for the six months ended June 30, 2016 and 2015, respectively.

**Principal Financial Group, Inc.**  
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**Other-Than-Temporary Impairments**

We have a process in place to identify fixed maturity and equity securities that could potentially have an impairment that is other than temporary. This process involves monitoring market events that could impact issuers' credit ratings, business climate, management changes, litigation and government actions and other similar factors. This process also involves monitoring late payments, pricing levels, downgrades by rating agencies, key financial ratios, financial statements, revenue forecasts and cash flow projections as indicators of credit issues.

Each reporting period, all securities are reviewed to determine whether an other-than-temporary decline in value exists and whether losses should be recognized. We consider relevant facts and circumstances in evaluating whether a credit or interest rate-related impairment of a security is other than temporary. Relevant facts and circumstances considered include: (1) the extent and length of time the fair value has been below cost; (2) the reasons for the decline in value; (3) the financial position and access to capital of the issuer, including the current and future impact of any specific events; (4) for structured securities, the adequacy of the expected cash flows; (5) for fixed maturities, our intent to sell a security or whether it is more likely than not we will be required to sell the security before the recovery of its amortized cost which, in some cases, may extend to maturity and (6) for equity securities, our ability and intent to hold the security for a period of time that allows for the recovery in value. To the extent we determine that a security is deemed to be other than temporarily impaired, an impairment loss is recognized.

Impairment losses on equity securities are recognized in net income and are measured as the difference between amortized cost and fair value. The way in which impairment losses on fixed maturities are recognized in the financial statements is dependent on the facts and circumstances related to the specific security. If we intend to sell a security or it is more likely than not that we would be required to sell a security before the recovery of its amortized cost, we recognize an other-than-temporary impairment in net income for the difference between amortized cost and fair value. If we do not expect to recover the amortized cost basis, we do not plan to sell the security and if it is not more likely than not that we would be required to sell a security before the recovery of its amortized cost, the recognition of the other-than-temporary impairment is bifurcated. We recognize the credit loss portion in net income and the noncredit loss portion in OCI ("bifurcated OTTI").

Total other-than-temporary impairment losses, net of recoveries from the sale of previously impaired securities, were as follows:

	For the three months ended June 30,		For the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Fixed maturities, available-for-sale	\$ (2.0)	\$ (0.9)	\$ (57.6)	\$ 13.1
Equity securities, available-for-sale	(1.4)	0.3	(1.4)	0.3
Total other-than-temporary impairment losses, net of recoveries from the sale of previously impaired securities	(3.4)	(0.6)	(59.0)	13.4
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified to (from) OCI (1)	(6.6)	(5.4)	0.9	(26.9)
Net impairment losses on available-for-sale securities	<u>\$ (10.0)</u>	<u>\$ (6.0)</u>	<u>\$ (58.1)</u>	<u>\$ (13.5)</u>

(1) Represents the net impact of (a) gains resulting from reclassification of noncredit impairment losses for fixed maturities with bifurcated OTTI from net realized capital gains (losses) to OCI and (b) losses resulting from reclassification of previously recognized noncredit impairment losses from OCI to net realized capital gains (losses) for fixed maturities with bifurcated OTTI that had additional credit losses or fixed maturities that previously had bifurcated OTTI that have now been sold or are intended to be sold.

We estimate the amount of the credit loss component of a fixed maturity security impairment as the difference between amortized cost and the present value of the expected cash flows of the security. The present value is determined using the best estimate cash flows discounted at the effective interest rate implicit to the security at the date of purchase or the current yield to accrete an asset-backed or floating rate security. The methodology and assumptions for establishing the best estimate cash flows vary depending on the type of security. The ABS cash flow estimates are based on security specific facts and circumstances that may include collateral characteristics, expectations of delinquency and default rates, loss severity and prepayment speeds and

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structural support, including subordination and guarantees. The corporate security cash flow estimates are derived from scenario-based outcomes of expected corporate restructurings or liquidations using bond specific facts and circumstances including timing, security interests and loss severity.

The following table provides a rollforward of accumulated credit losses for fixed maturities with bifurcated credit losses. The purpose of the table is to provide detail of (1) additions to the bifurcated credit loss amounts recognized in net realized capital gains (losses) during the period and (2) decrements for previously recognized bifurcated credit losses where the loss is no longer bifurcated and/or there has been a positive change in expected cash flows or accretion of the bifurcated credit loss amount.

	For the three months ended June 30,		For the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Beginning balance	\$ (160.4)	\$ (138.6)	\$ (131.5)	\$ (144.4)
Credit losses for which an other-than-temporary impairment was not previously recognized	(0.5)	(0.8)	(27.0)	(1.6)
Credit losses for which an other-than-temporary impairment was previously recognized	(7.8)	(6.4)	(14.1)	(8.1)
Reduction for credit losses previously recognized on fixed maturities now sold, paid down or intended to be sold	11.7	10.0	16.8	16.2
Net reduction for positive changes in cash flows expected to be collected and amortization (1)	1.2	1.0	0.2	3.0
Foreign currency translation adjustment	—	0.1	(0.2)	0.2
Ending balance	<u>\$ (155.8)</u>	<u>\$ (134.7)</u>	<u>\$ (155.8)</u>	<u>\$ (134.7)</u>

(1) Amounts are recognized in net investment income.

**Gross Unrealized Losses for Fixed Maturities and Equity Securities**

For fixed maturities and equity securities available-for-sale with unrealized losses, including other-than-temporary impairment losses reported in OCI, the gross unrealized losses and fair value, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position were as follows:

	June 30, 2016					
	Less than twelve months		Greater than or equal to twelve months		Total	
	Fair value	Gross unrealized losses	Fair value	Gross unrealized losses	Fair value	Gross unrealized losses
	<i>(in millions)</i>					
Fixed maturities, available-for-sale:						
U.S. government and agencies	\$ 8.8	\$ —	\$ 3.6	\$ —	\$ 12.4	\$ —
Non-U.S. governments	1.9	—	10.7	1.0	12.6	1.0
States and political subdivisions	2.2	—	17.2	0.4	19.4	0.4
Corporate	1,486.0	40.7	1,743.7	279.7	3,229.7	320.4
Residential mortgage-backed pass-through securities	0.4	—	44.0	0.3	44.4	0.3
Commercial mortgage-backed securities	790.5	13.0	517.6	52.3	1,308.1	65.3
Collateralized debt obligations	358.5	1.7	293.3	26.2	651.8	27.9
Other debt obligations	595.8	5.7	475.1	19.0	1,070.9	24.7
Total fixed maturities, available-for-sale	<u>\$ 3,244.1</u>	<u>\$ 61.1</u>	<u>\$ 3,105.2</u>	<u>\$ 378.9</u>	<u>\$ 6,349.3</u>	<u>\$ 440.0</u>
Total equity securities, available-for-sale	<u>\$ 0.4</u>	<u>\$ 1.5</u>	<u>\$ 33.5</u>	<u>\$ 12.3</u>	<u>\$ 33.9</u>	<u>\$ 13.8</u>

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Of the total amounts, Principal Life’s consolidated portfolio represented \$6,055.3 million in available-for-sale fixed maturities with gross unrealized losses of \$410.7 million. Of those fixed maturity securities in Principal Life’s consolidated portfolio with a gross unrealized loss position, 72% were investment grade (rated AAA through BBB-) with an average price of 94 (carrying value/amortized cost) as of June 30, 2016. Gross unrealized losses in our fixed maturities portfolio decreased during the six months ended June 30, 2016, primarily due to a decrease in interest rates, partially offset by widening of credit spreads.

For those securities that had been in a continuous unrealized loss position for less than twelve months, Principal Life’s consolidated portfolio held 387 securities with a carrying value of \$3,107.1 million and unrealized losses of \$53.5 million reflecting an average price of 98 as of June 30, 2016 . Of this portfolio, 75 % was investment grade (rated AAA through BBB-) as of June 30, 2016, with associated unrealized losses of \$35.1 million. The unrealized losses on these securities can primarily be attributed to changes in market interest rates and changes in credit spreads since the securities were acquired.

For those securities that had been in a continuous unrealized loss position greater than or equal to twelve months, Principal Life’s consolidated portfolio held 506 securities with a carrying value of \$2,948.2 million and unrealized losses of \$357.2 million. The average rating of this portfolio was A- with an average price of 89 as of June 30, 2016 . Of the \$357.2 million in unrealized losses, the corporate sector accounts for \$259.0 million in unrealized losses with an average price of 86 and an average credit rating of BBB-. The remaining unrealized losses consist primarily of \$52.4 million within the commercial mortgage-backed securities sector with an average price of 91 and an average credit rating of A+. The unrealized losses on these securities can primarily be attributed to changes in market interest rates and changes in credit spreads since the securities were acquired.

Because we expected to recover our amortized cost, it was not our intent to sell the fixed maturity available-for-sale securities with unrealized losses and it was not more likely than not that we would be required to sell these securities before recovery of the amortized cost, which may be maturity, we did not consider these investments to be other-than-temporarily impaired as of June 30, 2016.

	<b>December 31, 2015</b>					
	<b>Less than twelve months</b>		<b>Greater than or equal to twelve months</b>		<b>Total</b>	
	<b>Fair value</b>	<b>Gross unrealized losses</b>	<b>Fair value</b>	<b>Gross unrealized losses</b>	<b>Fair value</b>	<b>Gross unrealized losses</b>
	<i>(in millions)</i>					
Fixed maturities, available-for-sale:						
U.S. government and agencies	\$ 590.4	\$ 7.6	\$ 40.5	\$ 0.7	\$ 630.9	\$ 8.3
Non-U.S. governments	86.3	3.1	16.1	1.9	102.4	5.0
States and political subdivisions	692.0	19.0	6.5	0.4	698.5	19.4
Corporate	7,975.7	309.3	1,375.0	328.9	9,350.7	638.2
Residential mortgage-backed pass-through securities	656.7	6.7	147.9	5.2	804.6	11.9
Commercial mortgage-backed securities	1,480.8	27.3	299.5	50.7	1,780.3	78.0
Collateralized debt obligations	426.9	3.8	164.0	22.8	590.9	26.6
Other debt obligations	2,512.7	19.1	403.5	16.7	2,916.2	35.8
Total fixed maturities, available-for-sale	<u>\$ 14,421.5</u>	<u>\$ 395.9</u>	<u>\$ 2,453.0</u>	<u>\$ 427.3</u>	<u>\$ 16,874.5</u>	<u>\$ 823.2</u>
Total equity securities, available-for-sale	<u>\$ 0.8</u>	<u>\$ 1.0</u>	<u>\$ 32.7</u>	<u>\$ 13.2</u>	<u>\$ 33.5</u>	<u>\$ 14.2</u>

Of the total amounts, Principal Life’s consolidated portfolio represented \$15,980.0 million in available-for-sale fixed maturities with gross unrealized losses of \$777.0 million. Of those fixed maturity securities in Principal Life’s consolidated portfolio with a gross unrealized loss position, 87% were investment grade (rated AAA through BBB-) with an average price of 95 (carrying value/amortized cost) as of December 31, 2015 . Gross unrealized losses in our fixed maturities portfolio increased during the year ended December 31, 2015 , primarily due to an increase in interest rates and widening of credit spreads.

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For those securities that had been in a continuous unrealized loss position for less than twelve months, Principal Life’s consolidated portfolio held 1,725 securities with a carrying value of \$13,673.9 million and unrealized losses of \$376.3 million reflecting an average price of 97 as of December 31, 2015. Of this portfolio, 90 % was investment grade (rated AAA through BBB-) as of December 31, 2015, with associated unrealized losses of \$298.1 million. The unrealized losses on these securities can primarily be attributed to changes in market interest rates and changes in credit spreads since the securities were acquired.

For those securities that had been in a continuous unrealized loss position greater than or equal to twelve months, Principal Life’s consolidated portfolio held 404 securities with a carrying value of \$2,306.1 million and unrealized losses of \$400.7 million. The average rating of this portfolio was BBB+ with an average price of 85 as of December 31, 2015. Of the \$400.7 million in unrealized losses, the corporate sector accounts for \$304.2 million in unrealized losses with an average price of 80 and an average credit rating of BBB-. The remaining unrealized losses consist primarily of \$50.7 million within the commercial mortgage-backed securities sector with an average price of 86 and an average credit rating of BBB+. The unrealized losses on these securities can primarily be attributed to changes in market interest rates and changes in credit spreads since the securities were acquired.

Because we expected to recover our amortized cost, it was not our intent to sell the fixed maturity available-for-sale securities with unrealized losses and it was not more likely than not that we would be required to sell these securities before recovery of the amortized cost, which may be maturity, we did not consider these investments to be other-than-temporarily impaired as of December 31, 2015.

**Net Unrealized Gains and Losses on Available-for-Sale Securities and Derivative Instruments**

The net unrealized gains and losses on investments in fixed maturities available-for-sale, equity securities available-for-sale and derivative instruments in cash flow hedge relationships are reported as a separate component of stockholders’ equity. The cumulative amount of net unrealized gains and losses on available-for-sale securities and derivative instruments in cash flow hedge relationships net of adjustments related to DAC and related actuarial balances and applicable income taxes was as follows:

	<b>June 30, 2016</b>	<b>December 31, 2015</b>
	<i>(in millions)</i>	
Net unrealized gains on fixed maturities, available-for-sale (1)	\$ 3,234.6	\$ 1,376.0
Noncredit component of impairment losses on fixed maturities, available-for-sale	(147.0)	(146.1)
Net unrealized losses on equity securities, available-for-sale	(4.7)	(6.7)
Adjustments for assumed changes in amortization patterns	(239.7)	(127.0)
Adjustments for assumed changes in policyholder liabilities	(994.2)	(309.7)
Net unrealized gains on derivative instruments	197.4	181.6
Net unrealized gains on equity method subsidiaries and noncontrolling interest adjustments	123.5	98.0
Provision for deferred income taxes	(735.5)	(350.2)
Net unrealized gains on available-for-sale securities and derivative instruments	\$ 1,434.4	\$ 715.9

(1) Excludes net unrealized gains (losses) on fixed maturities, available-for-sale included in fair value hedging relationships.

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**Mortgage Loans**

Mortgage loans consist of commercial and residential mortgage loans. We evaluate risks inherent in our commercial mortgage loans in two classes: (1) brick and mortar property loans, including mezzanine loans, where we analyze the property’s rent payments as support for the loan, and (2) credit tenant loans (“CTL”), where we rely on the credit analysis of the tenant for the repayment of the loan. We evaluate risks inherent in our residential mortgage loan portfolio in two classes: (1) home equity mortgages and (2) first lien mortgages. The carrying amount of our mortgage loan portfolio was as follows:

	<b>June 30, 2016</b>	<b>December 31, 2015</b>
	<i>(in millions)</i>	
Commercial mortgage loans	\$ 11,556.0	\$ 11,265.3
Residential mortgage loans	1,178.9	1,125.7
Total amortized cost	<b>12,734.9</b>	12,391.0
Valuation allowance	<b>(49.1)</b>	(51.6)
Total carrying value	<b>\$ 12,685.8</b>	\$ 12,339.4

We periodically purchase mortgage loans as well as sell mortgage loans we have originated. We purchased \$68.1 million and \$79.6 million of residential mortgage loans during the three months ended June 30, 2016 and 2015, and \$123.9 million and \$143.1 million during the six months ended June 30, 2016 and 2015, respectively. We sold \$11.4 million and \$21.4 million of residential mortgage loans during the three months ended June 30, 2016 and 2015, and \$28.9 million and \$42.8 million during the six months ended June 30, 2016 and 2015, respectively. We purchased \$3.6 million and \$39.9 million of commercial mortgage loans during the three months ended June 30, 2016 and 2015, and \$97.0 million and \$146.9 million during the six months ended June 30, 2016 and 2015, respectively. We sold \$0.3 million and \$0.0 million of commercial mortgage loans during the three months ended June 30, 2016 and 2015, and \$0.3 million and \$1.0 million during the six months ended June 30, 2016 and 2015, respectively.

Our commercial mortgage loan portfolio consists primarily of non-recourse, fixed rate mortgages on stabilized properties. Our commercial mortgage loan portfolio is diversified by geographic region and specific collateral property type as follows:

	<b>June 30, 2016</b>		<b>December 31, 2015</b>	
	Amortized cost	Percent of total	Amortized cost	Percent of total
	<i>(\$ in millions)</i>			
<b>Geographic distribution</b>				
New England	\$ 500.3	4.3 %	\$ 509.4	4.5 %
Middle Atlantic	3,071.6	26.6	3,075.6	27.3
East North Central	533.8	4.6	451.8	4.0
West North Central	231.8	2.0	264.3	2.3
South Atlantic	2,186.3	18.9	2,072.7	18.4
East South Central	198.4	1.7	215.1	1.9
West South Central	1,166.9	10.1	1,120.6	9.9
Mountain	856.0	7.4	898.8	8.0
Pacific	2,762.9	23.9	2,614.1	23.2
International	48.0	0.5	42.9	0.5
Total	<b>\$ 11,556.0</b>	<b>100.0 %</b>	<b>\$ 11,265.3</b>	<b>100.0 %</b>
<b>Property type distribution</b>				
Office	\$ 4,238.3	36.7 %	\$ 4,010.0	35.6 %
Retail	2,601.2	22.5	2,521.6	22.4
Industrial	1,712.9	14.8	1,840.9	16.3
Apartments	2,570.0	22.2	2,474.2	22.0
Hotel	309.7	2.7	320.5	2.7
Mixed use/other	123.9	1.1	98.1	1.0
Total	<b>\$ 11,556.0</b>	<b>100.0 %</b>	<b>\$ 11,265.3</b>	<b>100.0 %</b>

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Our residential mortgage loan portfolio is composed of home equity mortgages with an amortized cost of \$194.6 million and \$218.8 million and first lien mortgages with an amortized cost of \$984.3 million and \$906.9 million as of June 30, 2016 and December 31, 2015, respectively. Our residential home equity mortgages are concentrated in the United States and are generally second lien mortgages comprised of closed-end loans and lines of credit. Our first lien loans are concentrated in Chile and the United States.

**Mortgage Loan Credit Monitoring**

***Commercial Credit Risk Profile Based on Internal Rating***

We actively monitor and manage our commercial mortgage loan portfolio. All commercial mortgage loans are analyzed regularly and substantially all are internally rated, based on a proprietary risk rating cash flow model, in order to monitor the financial quality of these assets. The model stresses expected cash flows at various levels and at different points in time depending on the durability of the income stream, which includes our assessment of factors such as location (macro and micro markets), tenant quality and lease expirations. Our internal rating analysis presents expected losses in terms of a Standard & Poor's ("S&P") bond equivalent rating. As the credit risk for commercial mortgage loans increases, we adjust our internal ratings downward with loans in the category "B+ and below" having the highest risk for credit loss. Internal ratings on commercial mortgage loans are updated at least annually and potentially more often for certain loans with material changes in collateral value or occupancy and for loans on an internal "watch list".

Commercial mortgage loans that require more frequent and detailed attention than other loans in our portfolio are identified and placed on an internal "watch list". Among the criteria that would indicate a potential problem are significant negative changes in ratios of loan to value or contract rents to debt service, major tenant vacancies or bankruptcies, borrower sponsorship problems, late payments, delinquent taxes and loan relief/restructuring requests.

The amortized cost of our commercial mortgage loan portfolio by credit risk, as determined by our internal rating system expressed in terms of an S&P bond equivalent rating, was as follows:

	<b>June 30, 2016</b>		
	<b>Brick and mortar</b>	<b>CTL</b>	<b>Total</b>
	<i>(in millions)</i>		
A- and above	\$ 10,107.5	\$ 211.3	\$ 10,318.8
BBB+ thru BBB-	926.6	102.4	1,029.0
BB+ thru BB-	196.9	—	196.9
B+ and below	10.7	0.6	11.3
<b>Total</b>	<b>\$ 11,241.7</b>	<b>\$ 314.3</b>	<b>\$ 11,556.0</b>

	<b>December 31, 2015</b>		
	<b>Brick and mortar</b>	<b>CTL</b>	<b>Total</b>
	<i>(in millions)</i>		
A- and above	\$ 9,844.2	\$ 224.0	\$ 10,068.2
BBB+ thru BBB-	892.4	119.5	1,011.9
BB+ thru BB-	159.6	0.1	159.7
B+ and below	24.8	0.7	25.5
<b>Total</b>	<b>\$ 10,921.0</b>	<b>\$ 344.3</b>	<b>\$ 11,265.3</b>

***Residential Credit Risk Profile Based on Performance Status***

Our residential mortgage loan portfolio is monitored based on performance of the loans. Monitoring on a residential mortgage loan increases when the loan is delinquent or earlier if there is an indication of potential impairment. We define non-performing residential mortgage loans as loans 90 days or greater delinquent or on non-accrual status.



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The amortized cost of our performing and non-performing residential mortgage loans was as follows:

	June 30, 2016		
	Home equity	First liens	Total
	<i>(in millions)</i>		
Performing	\$ 184.7	\$ 970.9	\$ 1,155.6
Nonperforming	9.9	13.4	23.3
Total	<u>\$ 194.6</u>	<u>\$ 984.3</u>	<u>\$ 1,178.9</u>

	December 31, 2015		
	Home equity	First liens	Total
	<i>(in millions)</i>		
Performing	\$ 208.0	\$ 895.6	\$ 1,103.6
Nonperforming	10.8	11.3	22.1
Total	<u>\$ 218.8</u>	<u>\$ 906.9</u>	<u>\$ 1,125.7</u>

**Non-Accrual Mortgage Loans**

Commercial and residential mortgage loans are placed on non-accrual status if we have concern regarding the collectability of future payments or if a loan has matured without being paid off or extended. Factors considered may include conversations with the borrower, loss of major tenant, bankruptcy of borrower or major tenant, decreased property cash flow for commercial mortgage loans or number of days past due and other circumstances for residential mortgage loans. Based on an assessment as to the collectability of the principal, a determination is made to apply any payments received either against the principal or according to the contractual terms of the loan. When a loan is placed on nonaccrual status, the accrued unpaid interest receivable is reversed against interest income. Accrual of interest resumes after factors resulting in doubts about collectability have improved. Residential first lien mortgages in the Chilean market are carried on accrual for a longer period of delinquency than domestic loans, as assessment of collectability is based on the nature of the loans and collection practices in that market.

The amortized cost of mortgage loans on non-accrual status was as follows:

	June 30, 2016	December 31, 2015
	<i>(in millions)</i>	
Residential:		
Home equity	\$ 9.9	\$ 10.8
First liens	6.2	7.9
Total	<u>\$ 16.1</u>	<u>\$ 18.7</u>

The aging of our mortgage loans, based on amortized cost, was as follows:

	June 30, 2016						Recorded investment 90 days or more and accruing
	30-59 days past due	60-89 days past due	90 days or more past due	Total past due	Current	Total loans	
	<i>(in millions)</i>						
Commercial-brick and mortar	\$ —	\$ —	\$ —	\$ —	\$ 11,241.7	\$ 11,241.7	\$ —
Commercial-CTL	—	—	—	—	314.3	314.3	—
Residential-home equity	1.7	0.7	1.0	3.4	191.2	194.6	—
Residential-first liens	31.9	11.3	12.5	55.7	928.6	984.3	7.2
Total	<u>\$ 33.6</u>	<u>\$ 12.0</u>	<u>\$ 13.5</u>	<u>\$ 59.1</u>	<u>\$ 12,675.8</u>	<u>\$ 12,734.9</u>	<u>\$ 7.2</u>

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	December 31, 2015							
	30-59 days past due	60-89 days past due	90 days or more past due	Total past due <i>(in millions)</i>	Current	Total loans	Recorded investment 90 days or more and accruing	
Commercial-brick and mortar	\$ —	\$ —	\$ —	\$ —	\$ 10,921.0	\$ 10,921.0	\$ —	
Commercial-CTL	—	—	—	—	344.3	344.3	—	
Residential-home equity	2.0	1.0	0.6	3.6	215.2	218.8	—	
Residential-first liens	20.5	5.5	10.0	36.0	870.9	906.9	3.4	
Total	<u>\$ 22.5</u>	<u>\$ 6.5</u>	<u>\$ 10.6</u>	<u>\$ 39.6</u>	<u>\$ 12,351.4</u>	<u>\$ 12,391.0</u>	<u>\$ 3.4</u>	

**Mortgage Loan Valuation Allowance**

We establish a valuation allowance to provide for the risk of credit losses inherent in our portfolio. The valuation allowance includes loan specific reserves for loans that are deemed to be impaired as well as reserves for pools of loans with similar risk characteristics where a property risk or market specific risk has not been identified but for which we anticipate a loss may occur. Mortgage loans on real estate are considered impaired when, based on current information and events, it is probable that we will be unable to collect all amounts due according to contractual terms of the loan agreement. When we determine that a loan is impaired, a valuation allowance is established equal to the difference between the carrying amount of the mortgage loan and the estimated value reduced by the cost to sell. Estimated value is based on either the present value of the expected future cash flows discounted at the loan's effective interest rate, the loan's observable market price or fair value of the collateral. Subsequent changes in the estimated value are reflected in the valuation allowance. Amounts on loans deemed to be uncollectible are charged off and removed from the valuation allowance. The change in the valuation allowance provision is included in net realized capital gains (losses) on our consolidated statements of operations.

The valuation allowance is maintained at a level believed adequate by management to absorb estimated probable credit losses. Management's periodic evaluation and assessment of the valuation allowance adequacy is based on known and inherent risks in the portfolio, adverse situations that may affect a borrower's ability to repay, the estimated value of the underlying collateral, composition of the loan portfolio, portfolio delinquency information, underwriting standards, peer group information, current economic conditions, loss experience and other relevant factors. The evaluation of our impaired loan component is subjective, as it requires the estimation of timing and amount of future cash flows expected to be received on impaired loans.

We review our commercial mortgage loan portfolio and analyze the need for a valuation allowance for any loan that is delinquent for 60 days or more, in process of foreclosure, restructured, on the internal "watch list" or that currently has a valuation allowance. In addition to establishing allowance levels for specifically identified impaired commercial mortgage loans, management determines an allowance for all other loans in the portfolio for which historical experience and current economic conditions indicate certain losses exist. These loans are segregated by risk rating level with an estimated loss ratio applied against each risk rating level. The loss ratio is generally based upon historical loss experience for each risk rating level as adjusted for certain current environmental factors management believes to be relevant.

For our residential mortgage loan portfolio, we separate the loans into several homogeneous pools, each of which consist of loans of a similar nature including but not limited to loans similar in collateral, term and structure and loan purpose or type. We evaluate loan pools based on aggregated risk ratings, estimated specific loss potential in the different classes of credits, and historical loss experience by pool type. We adjust these quantitative factors for qualitative factors of present conditions. Qualitative factors include items such as economic and business conditions, changes in the portfolio, value of underlying collateral and concentrations. Residential mortgage loan pools exclude loans that have been restructured or impaired, as those loans are evaluated individually.

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A rollforward of our valuation allowance and ending balances of the allowance and loan balance by basis of impairment method was as follows:

	<b>For the three months ended June 30, 2016</b>		
	<b>Commercial</b>	<b>Residential</b>	<b>Total</b>
	<i>(in millions)</i>		
Beginning balance	\$ 27.1	\$ 22.2	\$ 49.3
Provision	1.1	(1.3)	(0.2)
Charge-offs	—	(0.8)	(0.8)
Recoveries	—	0.8	0.8
Ending balance	<u>\$ 28.2</u>	<u>\$ 20.9</u>	<u>\$ 49.1</u>
	<b>For the six months ended June 30, 2016</b>		
	<b>Commercial</b>	<b>Residential</b>	<b>Total</b>
	<i>(in millions)</i>		
Beginning balance	\$ 27.5	\$ 24.1	\$ 51.6
Provision	0.7	(3.2)	(2.5)
Charge-offs	—	(1.6)	(1.6)
Recoveries	—	1.6	1.6
Ending balance	<u>\$ 28.2</u>	<u>\$ 20.9</u>	<u>\$ 49.1</u>
Allowance ending balance by basis of impairment method:			
Individually evaluated for impairment	\$ —	\$ 6.8	\$ 6.8
Collectively evaluated for impairment	28.2	14.1	42.3
Allowance ending balance	<u>\$ 28.2</u>	<u>\$ 20.9</u>	<u>\$ 49.1</u>
Loan balance by basis of impairment method:			
Individually evaluated for impairment	\$ —	\$ 20.2	\$ 20.2
Collectively evaluated for impairment	11,556.0	1,158.7	12,714.7
Loan ending balance	<u>\$ 11,556.0</u>	<u>\$ 1,178.9</u>	<u>\$ 12,734.9</u>
	<b>For the three months ended June 30, 2015</b>		
	<b>Commercial</b>	<b>Residential</b>	<b>Total</b>
	<i>(in millions)</i>		
Beginning balance	\$ 27.8	\$ 29.1	\$ 56.9
Provision	0.6	0.6	1.2
Charge-offs	—	(3.5)	(3.5)
Recoveries	0.1	1.2	1.3
Ending balance	<u>\$ 28.5</u>	<u>\$ 27.4</u>	<u>\$ 55.9</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

	<b>For the six months ended June 30, 2015</b>		
	<b>Commercial</b>	<b>Residential</b>	<b>Total</b>
		<i>(in millions)</i>	
Beginning balance	\$ 26.9	\$ 29.6	\$ 56.5
Provision	1.5	2.5	4.0
Charge-offs	—	(6.5)	(6.5)
Recoveries	0.1	1.8	1.9
Ending balance	<u>\$ 28.5</u>	<u>\$ 27.4</u>	<u>\$ 55.9</u>
Allowance ending balance by basis of impairment method:			
Individually evaluated for impairment	\$ 2.4	\$ 8.4	\$ 10.8
Collectively evaluated for impairment	26.1	19.0	45.1
Allowance ending balance	<u>\$ 28.5</u>	<u>\$ 27.4</u>	<u>\$ 55.9</u>
Loan balance by basis of impairment method:			
Individually evaluated for impairment	\$ 4.4	\$ 25.9	\$ 30.3
Collectively evaluated for impairment	10,987.3	1,109.0	12,096.3
Loan ending balance	<u>\$ 10,991.7</u>	<u>\$ 1,134.9</u>	<u>\$ 12,126.6</u>

**Impaired Mortgage Loans**

Impaired mortgage loans are loans with a related specific valuation allowance, loans whose carrying amount has been reduced to the expected collectible amount because the impairment has been considered other than temporary or a loan modification has been classified as a troubled debt restructuring (“TDR”). Based on an assessment as to the collectability of the principal, a determination is made to apply any payments received either against the principal or according to the contractual terms of the loan. Our recorded investment in and unpaid principal balance of impaired loans along with the related loan specific allowance for losses, if any, and the average recorded investment and interest income recognized during the time the loans were impaired were as follows:

	<b>June 30, 2016</b>		
	<b>Recorded investment</b>	<b>Unpaid principal balance</b>	<b>Related allowance</b>
		<i>(in millions)</i>	
With no related allowance recorded:			
Residential-first liens	\$ 2.3	\$ 2.3	\$ —
With an allowance recorded:			
Residential-home equity	13.0	14.1	6.4
Residential-first liens	4.9	4.8	0.4
Total:			
Residential	<u>\$ 20.2</u>	<u>\$ 21.2</u>	<u>\$ 6.8</u>
	<b>December 31, 2015</b>		
	<b>Recorded investment</b>	<b>Unpaid principal balance</b>	<b>Related allowance</b>
		<i>(in millions)</i>	
With no related allowance recorded:			
Residential-first liens	\$ 3.6	\$ 3.6	\$ —
With an allowance recorded:			
Residential-home equity	13.7	14.8	7.0
Residential-first liens	5.9	5.8	0.5
Total:			
Residential	<u>\$ 23.2</u>	<u>\$ 24.2</u>	<u>\$ 7.5</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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**(Unaudited)**

	For the three months ended June 30, 2016		For the six months ended June 30, 2016	
	Average recorded investment	Interest income recognized	Average recorded investment	Interest income recognized
	<i>(in millions)</i>			
With no related allowance recorded:				
Residential-first liens	\$ 2.7	\$ —	\$ 3.0	\$ —
With an allowance recorded:				
Residential-home equity	13.0	—	13.4	0.1
Residential-first liens	5.2	0.1	5.4	0.1
Total:				
Residential	\$ 20.9	\$ 0.1	\$ 21.8	\$ 0.2
	For the three months ended June 30, 2015		For the six months ended June 30, 2015	
	Average recorded investment	Interest income recognized	Average recorded investment	Interest income recognized
	<i>(in millions)</i>			
With no related allowance recorded:				
Commercial-brick and mortar	\$ 2.3	\$ —	\$ 2.6	\$ —
Residential-first liens	3.7	—	3.7	—
With an allowance recorded:				
Commercial-brick and mortar	4.4	0.1	4.4	0.2
Residential-home equity	15.6	0.1	16.0	0.2
Residential-first liens	6.7	0.1	6.9	0.1
Total:				
Commercial	\$ 6.7	\$ 0.1	\$ 7.0	\$ 0.2
Residential	\$ 26.0	\$ 0.2	\$ 26.6	\$ 0.3

**Mortgage Loan Modifications**

Our commercial and residential mortgage loan portfolios include loans that have been modified. We assess loan modifications on a case-by-case basis to evaluate whether a TDR has occurred. The commercial mortgage loan TDRs were modified to delay or reduce principal payments and to reduce or delay interest payments. For these TDR assessments, we have determined the loan rates are now considered below market based on current circumstances. The commercial mortgage loan modifications resulted in delayed cash receipts and a decrease in interest income. The residential mortgage loan TDRs include modifications of interest-only payment periods, delays in principal balloon payments, and interest rate reductions. Residential mortgage loan modifications resulted in delayed or decreased cash receipts and a decrease in interest income.

The following table includes information about outstanding loans that were modified and met the criteria of a TDR during the periods indicated. In addition, the table includes information for loans that were modified and met the criteria of a TDR within the past twelve months that were in payment default during the periods indicated:

	For the three months ended June 30, 2016			
	TDRs		TDRs in payment default	
	Number of contracts	Recorded investment	Number of contracts	Recorded investment
		<i>(in millions)</i>		<i>(in millions)</i>
Residential-home equity	1	\$ —	—	\$ —
Residential-first liens	1	0.2	—	—
Total	2	\$ 0.2	—	\$ —

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
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	<b>For the three months ended June 30, 2015</b>			
	<b>TDRs</b>		<b>TDRs in payment default</b>	
	<b>Number of contracts</b>	<b>Recorded investment (in millions)</b>	<b>Number of contracts</b>	<b>Recorded investment (in millions)</b>
Residential-home equity	4	\$ 0.2	—	\$ —
Total	4	\$ 0.2	—	\$ —

	<b>For the six months ended June 30, 2016</b>			
	<b>TDRs</b>		<b>TDRs in payment default</b>	
	<b>Number of contracts</b>	<b>Recorded investment (in millions)</b>	<b>Number of contracts</b>	<b>Recorded investment (in millions)</b>
Residential-home equity	3	\$ 0.2	—	\$ —
Residential-first liens	1	0.2	—	—
Total	4	\$ 0.4	—	\$ —

	<b>For the six months ended June 30, 2015</b>			
	<b>TDRs</b>		<b>TDRs in payment default</b>	
	<b>Number of contracts</b>	<b>Recorded investment (in millions)</b>	<b>Number of contracts</b>	<b>Recorded investment (in millions)</b>
Residential-home equity	12	\$ 0.7	1	\$ —
Total	12	\$ 0.7	1	\$ —

Commercial mortgage loans that have been designated as a TDR have been previously reserved for in the mortgage loan valuation allowance at the estimated fair value of the underlying collateral reduced by the cost to sell.

Residential mortgage loans that have been designated as a TDR are specifically reserved for in the mortgage loan valuation allowance if losses result from the modification. Residential mortgage loans that have defaulted or have been discharged through bankruptcy are reduced to the expected collectible amount.

**Securities Posted as Collateral**

We posted \$1,969.3 million in fixed maturities, available-for-sale securities as of June 30, 2016, to satisfy collateral requirements primarily associated with a reinsurance arrangement, our derivative credit support annex (collateral) agreements, Futures Commission Merchant (“FCM”) agreements, a lending arrangement and our obligation under funding agreements with Federal Home Loan Bank of Des Moines (“FHLB Des Moines”). In addition, we posted \$2,650.4 million in commercial mortgage loans and home equity mortgages as of June 30, 2016, to satisfy collateral requirements associated with our obligation under funding agreements with FHLB Des Moines. Since we did not relinquish ownership rights on these instruments, they are reported as fixed maturities, available-for-sale and mortgage loans, respectively, on our consolidated statements of financial position. Of the securities posted as collateral, \$172.6 million can be sold or replighted by the secured party.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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**Balance Sheet Offsetting**

Financial assets subject to master netting agreements or similar agreements were as follows:

	Gross amount of recognized assets (1)	Gross amounts not offset in the consolidated statements of financial position		Net amount
		Financial instruments (2)	Collateral received	
<i>(in millions)</i>				
<b>June 30, 2016</b>				
Derivative assets	\$ 1,286.4	\$ (733.1)	\$ (542.4)	\$ 10.9
Reverse repurchase agreements	56.8	—	(56.8)	—
Total	<u>\$ 1,343.2</u>	<u>\$ (733.1)</u>	<u>\$ (599.2)</u>	<u>\$ 10.9</u>
<b>December 31, 2015</b>				
Derivative assets	\$ 665.4	\$ (409.7)	\$ (233.6)	\$ 22.1
Reverse repurchase agreements	79.7	—	(79.7)	—
Total	<u>\$ 745.1</u>	<u>\$ (409.7)</u>	<u>\$ (313.3)</u>	<u>\$ 22.1</u>

- (1) The gross amount of recognized derivative and reverse repurchase agreement assets are reported with other investments and cash and cash equivalents on the consolidated statements of financial position. The above excludes \$5.2 million and \$1.2 million of derivative assets as of June 30, 2016 and December 31, 2015, that are not subject to master netting agreements or similar agreements. The gross amounts of derivative and reverse repurchase agreement assets are not netted against offsetting liabilities for presentation on the consolidated statements of financial position.
- (2) Represents amount of offsetting derivative liabilities that are subject to an enforceable master netting agreement or similar agreement that are not netted against the gross derivative assets for presentation on the consolidated statements of financial position.

Financial liabilities subject to master netting agreements or similar agreements were as follows:

	Gross amount of recognized liabilities (1)	Gross amounts not offset in the consolidated statements of financial position		Net amount
		Financial instruments (2)	Collateral pledged	
<i>(in millions)</i>				
<b>June 30, 2016</b>				
Derivative liabilities	\$ 977.9	\$ (733.1)	\$ (174.8)	\$ 70.0
<b>December 31, 2015</b>				
Derivative liabilities	\$ 758.6	\$ (409.7)	\$ (253.9)	\$ 95.0

- (1) The gross amount of recognized derivative liabilities are reported with other liabilities on the consolidated statements of financial position. The above excludes \$558.7 million and \$421.5 million of derivative liabilities as of June 30, 2016 and December 31, 2015, respectively, which are primarily embedded derivatives that are not subject to master netting agreements or similar agreements. The gross amounts of derivative liabilities are not netted against offsetting assets for presentation on the consolidated statements of financial position.
- (2) Represents amount of offsetting derivative assets that are subject to an enforceable master netting agreement or similar agreement that are not netted against the gross derivative liabilities for presentation on the consolidated statements of financial position.

The financial instruments that are subject to master netting agreements or similar agreements include right of setoff provisions. Derivative instruments include provisions to setoff positions covered under the agreements with the same counterparties and provisions to setoff positions outside of the agreements with the same counterparties in the event of default by one of the parties. Derivative instruments also include collateral provisions. Collateral received and pledged is generally settled daily with each counterparty. See Note 4, Derivative Financial Instruments, for further details.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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Repurchase and reverse repurchase agreements include provisions to setoff other repurchase and reverse repurchase balances with the same counterparty. Repurchase and reverse repurchase agreements also include collateral provisions with the counterparties. For reverse repurchase agreements we require the counterparties to pledge collateral with a value greater than the amount of cash transferred. We have the right but do not sell or repledge collateral received in reverse repurchase agreements. Repurchase agreements are structured as secured borrowings for all counterparties. We pledge fixed maturities available-for-sale, which the counterparties have the right to sell or repledge. Interest incurred on repurchase agreements is reported as part of operating expense on the consolidated statements of operations. Net proceeds related to repurchase agreements are reported as a component of financing activities on the consolidated statements of cash flows. We did not have any outstanding repurchase agreements as of June 30, 2016 and December 31, 2015.

#### **4. Derivative Financial Instruments**

Derivatives are generally used to hedge or reduce exposure to market risks associated with assets held or expected to be purchased or sold and liabilities incurred or expected to be incurred. Derivatives are used to change the characteristics of our asset/liability mix consistent with our risk management activities. Derivatives are also used in asset replication strategies.

##### **Types of Derivative Instruments**

###### ***Interest Rate Contracts***

Interest rate risk is the risk we will incur economic losses due to adverse changes in interest rates. Sources of interest rate risk include the difference between the maturity and interest rate changes of assets with the liabilities they support, timing differences between the pricing of liabilities and the purchase or procurement of assets and changing cash flow profiles from original projections due to prepayment options embedded within asset and liability contracts. We use various derivatives to manage our exposure to fluctuations in interest rates.

Interest rate swaps are contracts in which we agree with other parties to exchange, at specified intervals, the difference between fixed rate and floating rate interest amounts based upon designated market rates or rate indices and an agreed upon notional principal amount. Generally, no cash is exchanged at the outset of the contract and no principal payments are made by any party. Cash is paid or received based on the terms of the swap. We use interest rate swaps primarily to more closely match the interest rate characteristics of assets and liabilities and to mitigate the risks arising from timing mismatches between assets and liabilities (including duration mismatches). We also use interest rate swaps to hedge against changes in the value of assets we anticipate acquiring and other anticipated transactions and commitments. Interest rate swaps are used to hedge against changes in the value of the guaranteed minimum withdrawal benefit (“GMWB”) liability. The GMWB rider on our variable annuity products provides for guaranteed minimum withdrawal benefits regardless of the actual performance of various equity and/or fixed income funds available with the product.

Interest rate options, including interest rate caps and interest rate floors, which can be combined to form interest rate collars, are contracts that entitle the purchaser to pay or receive the amounts, if any, by which a specified market rate exceeds a cap strike interest rate, or falls below a floor strike interest rate, respectively, at specified dates. We use interest rate collars to manage interest rate risk related to guaranteed minimum interest rate liabilities in our individual annuities contracts and lapse risk associated with higher interest rates.

A swaption is an option to enter into an interest rate swap at a future date. We purchase swaptions to offset or modify existing exposures. Swaptions provide us the benefit of the agreed-upon strike rate if the market rates for liabilities are higher, with the flexibility to enter into the current market rate swap if the market rates for liabilities are lower. Swaptions not only hedge against the downside risk, but also allow us to take advantage of any upside benefits.

In exchange-traded futures transactions, we agree to purchase or sell a specified number of contracts, the values of which are determined by the values of designated classes of securities, and to post variation margin on a daily basis in an amount equal to the difference in the daily market values of those contracts. We enter into exchange-traded futures with regulated futures commissions merchants who are members of a trading exchange. We have used exchange-traded futures to reduce market risks from changes in interest rates and to alter mismatches between the assets in a portfolio and the liabilities supported by those assets.



**Principal Financial Group, Inc.**  
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***Foreign Exchange Contracts***

Foreign currency risk is the risk we will incur economic losses due to adverse fluctuations in foreign currency exchange rates. This risk arises from foreign currency-denominated funding agreements we issue, foreign currency-denominated fixed maturities we invest in, capital transactions with our international operations and the financial results of our international operations. We use various derivatives to manage our exposure to fluctuations in foreign currency exchange rates.

Currency swaps are contracts in which we agree with other parties to exchange, at specified intervals, a series of principal and interest payments in one currency for that of another currency. Generally, the principal amount of each currency is exchanged at the beginning and termination of the currency swap by each party. The interest payments are primarily fixed-to-fixed rate; however, they may also be fixed-to-floating rate or floating-to-fixed rate. These transactions are entered into pursuant to master agreements that provide for a single net payment to be made by one counterparty for payments made in the same currency at each due date. We use currency swaps to reduce market risks from changes in currency exchange rates with respect to investments or liabilities denominated in foreign currencies that we either hold or intend to acquire or sell.

Currency forwards are contracts in which we agree with other parties to deliver or receive a specified amount of an identified currency at a specified future date. Typically, the price is agreed upon at the time of the contract and payment for such a contract is made at the specified future date. We use currency forwards to reduce market risks from changes in currency exchange rates with respect to investments or liabilities denominated in foreign currencies that we either hold or intend to acquire or sell. We sometimes use currency forwards to hedge the currency risk associated with a business combination or to hedge certain net equity investments in or expected cash flows from our foreign operations.

***Equity Contracts***

Equity risk is the risk that we will incur economic losses due to adverse fluctuations in common stock. We use various derivatives to manage our exposure to equity risk, which arises from products in which the interest we credit is tied to an external equity index as well as products subject to minimum contractual guarantees.

We purchase equity call spreads to hedge the equity participation rates promised to contractholders in conjunction with our fixed deferred annuity and universal life products that credit interest based on changes in an external equity index. We use exchange-traded futures and equity put options to hedge against changes in the value of the GMWB liability related to the GMWB rider on our variable annuity product, as previously explained. The premium associated with certain options is paid quarterly over the life of the option contract.

***Credit Contracts***

Credit risk relates to the uncertainty associated with the continued ability of a given obligor to make timely payments of principal and interest. We use credit default swaps to enhance the return on our investment portfolio by providing comparable exposure to fixed income securities that might not be available in the primary market. They are also used to hedge credit exposures in our investment portfolio. Credit derivatives are used to sell or buy credit protection on an identified name or names on an unfunded or synthetic basis in return for receiving or paying a quarterly premium. The premium generally corresponds to a referenced name's credit spread at the time the agreement is executed. In cases where we sell protection, we also buy a quality cash bond to match against the credit default swap, thereby entering into a synthetic transaction replicating a cash security. When selling protection, if there is an event of default by the referenced name, as defined by the agreement, we are obligated to pay the counterparty the referenced amount of the contract and receive in return the referenced security in a principal amount equal to the notional value of the credit default swap.

Total return swaps are contracts in which we agree with other parties to exchange, at specified intervals, an amount determined by the difference between the previous price and the current price of a reference asset based upon an agreed upon notional principal amount plus an additional amount determined by the financing spread. We currently use futures traded on an exchange ("exchange-traded") and total return swaps referencing equity indices to hedge our portfolio from potential credit losses related to systemic events.

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***Other Contracts***

***Embedded Derivatives.*** We purchase or issue certain financial instruments or products that contain a derivative instrument that is embedded in the financial instrument or product. When it is determined that the embedded derivative possesses economic characteristics that are not clearly or closely related to the economic characteristics of the host contract and a separate instrument with the same terms would qualify as a derivative instrument, the embedded derivative is bifurcated from the host instrument for measurement purposes. The embedded derivative, which is reported with the host instrument in the consolidated statements of financial position, is carried at fair value.

We have investment contracts in which the return is tied to a leveraged inflation index. We economically hedge the risk associated with these investment contracts.

We offer group annuity contracts that have guaranteed separate accounts as an investment option. We also offer funds with embedded fixed-rate guarantees as investment options in our defined contribution plans in Hong Kong.

We have structured investment relationships with trusts we have determined to be VIEs, which are consolidated in our financial statements. The notes issued by these trusts include obligations to deliver an underlying security to residual interest holders and the obligations contain an embedded derivative of the forecasted transaction to deliver the underlying security.

We have fixed deferred annuities and universal life contracts that credit interest based on changes in an external equity index. We also have certain variable annuity products with a GMWB rider, which allows the customer to make withdrawals of a specified annual amount, either for a fixed number of years or for the lifetime of the customer, even if the account value is fully exhausted. Declines in the equity markets may increase our exposure to benefits under contracts with the GMWB. We economically hedge the exposure in these contracts, as previously explained.

**Exposure**

Our risk of loss is typically limited to the fair value of our derivative instruments and not to the notional or contractual amounts of these derivatives. We are also exposed to credit losses in the event of nonperformance of the counterparties. Our current credit exposure is limited to the value of derivatives that have become favorable to us. This credit risk is minimized by purchasing such agreements from financial institutions with high credit ratings and by establishing and monitoring exposure limits. We also utilize various credit enhancements, including collateral and credit triggers to reduce the credit exposure to our derivative instruments.

Derivatives may be exchange-traded or they may be privately negotiated contracts, which are usually referred to as over-the-counter (“OTC”) derivatives. Certain of our OTC derivatives are cleared and settled through central clearing counterparties (“OTC cleared”), while others are bilateral contracts between two counterparties (“bilateral OTC”). Our derivative transactions are generally documented under International Swaps and Derivatives Association, Inc. (“ISDA”) Master Agreements. Management believes that such agreements provide for legally enforceable set-off and close-out netting of exposures to specific counterparties. Under such agreements, in connection with an early termination of a transaction, we are permitted to set off our receivable from a counterparty against our payables to the same counterparty arising out of all included transactions. For reporting purposes, we do not offset fair value amounts recognized for the right to reclaim cash collateral or the obligation to return cash collateral against fair value amounts recognized for derivative instruments executed with the same counterparties under master netting agreements.

We posted \$209.8 million and \$342.7 million in cash and securities under collateral arrangements as of June 30, 2016 and December 31, 2015, respectively, to satisfy collateral requirements associated with our derivative credit support agreements and FCM agreements. These amounts include initial margin requirements.

Certain of our derivative instruments contain provisions that require us to maintain an investment grade rating from each of the major credit rating agencies on our debt. If the ratings on our debt were to fall below investment grade, it would be in violation of these provisions and the counterparties to the derivative instruments could request immediate payment or demand immediate and ongoing full overnight collateralization on derivative instruments in net liability positions. The aggregate fair value, inclusive of accrued interest, of all derivative instruments with credit-risk-related contingent features that were in a liability position without regard to netting under derivative credit support annex agreements as of June 30, 2016 and December 31, 2015, was \$588.2 million and \$606.5 million, respectively. Cleared derivatives have contingent features that require us to

**Principal Financial Group, Inc.**  
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post excess margin as required by the FCM. The terms surrounding excess margin vary by FCM agreement. With respect to derivatives containing collateral triggers, we posted collateral and initial margin of \$209.8 million and \$342.7 million as of June 30, 2016 and December 31, 2015, respectively, in the normal course of business, which reflects netting under derivative agreements. If the credit-risk-related contingent features underlying these agreements were triggered on June 30, 2016, we would be required to post an additional \$68.7 million of collateral to our counterparties.

As of June 30, 2016 and December 31, 2015, we had received \$537.2 million and \$217.5 million, respectively, of cash collateral associated with our derivative credit support annex agreements and FCM agreements, for which we recorded a corresponding liability reflecting our obligation to return the collateral.

Notional amounts are used to express the extent of our involvement in derivative transactions and represent a standard measurement of the volume of our derivative activity. Notional amounts represent those amounts used to calculate contractual flows to be exchanged and are not paid or received, except for contracts such as currency swaps. Credit exposure represents the gross amount owed to us under derivative contracts as of the valuation date. The notional amounts and credit exposure of our derivative financial instruments by type were as follows:

	June 30, 2016	December 31, 2015
	<i>(in millions)</i>	
<b>Notional amounts of derivative instruments</b>		
<b><i>Interest rate contracts:</i></b>		
Interest rate swaps	\$ 24,000.2	\$ 21,704.2
Interest rate options	4,900.0	4,900.0
Interest rate futures	343.0	162.0
Swaptions	77.0	259.0
<b><i>Foreign exchange contracts:</i></b>		
Currency swaps	1,683.0	1,751.0
Currency forwards	1,153.8	1,040.6
<b><i>Equity contracts:</i></b>		
Equity options	3,887.3	3,604.8
Equity futures	635.1	514.2
<b><i>Credit contracts:</i></b>		
Credit default swaps	1,013.9	1,084.5
Total return swaps	90.0	90.0
Futures	13.8	13.1
<b><i>Other contracts:</i></b>		
Embedded derivatives	10,141.8	9,905.0
Total notional amounts at end of period	\$ 47,938.9	\$ 45,028.4
 <b>Credit exposure of derivative instruments</b>		
<b><i>Interest rate contracts:</i></b>		
Interest rate swaps	\$ 1,089.3	\$ 505.5
Interest rate options	52.9	34.1
<b><i>Foreign exchange contracts:</i></b>		
Currency swaps	94.1	105.6
Currency forwards	14.3	4.4
<b><i>Equity contracts:</i></b>		
Equity options	83.4	39.9
<b><i>Credit contracts:</i></b>		
Credit default swaps	8.6	13.4
Total return swaps	—	0.5
Total gross credit exposure	1,342.6	703.4
Less: collateral received	574.0	234.2
Net credit exposure	\$ 768.6	\$ 469.2

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The fair value of our derivative instruments classified as assets and liabilities was as follows:

	Derivative assets (1)		Derivative liabilities (2)	
	June 30, 2016	December 31, 2015	June 30, 2016	December 31, 2015
	<i>(in millions)</i>			
<b>Derivatives designated as hedging instruments</b>				
Interest rate contracts	\$ 18.5	\$ 9.4	\$ 136.8	\$ 132.2
Foreign exchange contracts	78.5	94.1	136.1	164.2
Total derivatives designated as hedging instruments	<u>\$ 97.0</u>	<u>\$ 103.5</u>	<u>\$ 272.9</u>	<u>\$ 296.4</u>
<b>Derivatives not designated as hedging instruments</b>				
Interest rate contracts	\$ 1,071.8	\$ 493.0	\$ 536.6	\$ 255.8
Foreign exchange contracts	30.8	16.4	61.6	68.1
Equity contracts	83.4	39.8	91.0	112.3
Credit contracts	8.6	13.9	22.8	39.7
Other contracts	—	—	551.7	407.8
Total derivatives not designated as hedging instruments	<u>1,194.6</u>	<u>563.1</u>	<u>1,263.7</u>	<u>883.7</u>
Total derivative instruments	<u>\$ 1,291.6</u>	<u>\$ 666.6</u>	<u>\$ 1,536.6</u>	<u>\$ 1,180.1</u>

(1) The fair value of derivative assets is reported with other investments on the consolidated statements of financial position.

(2) The fair value of derivative liabilities is reported with other liabilities on the consolidated statements of financial position, with the exception of certain embedded derivative liabilities. Embedded derivative liabilities with a fair value of \$324.3 million and \$177.4 million as of June 30, 2016 and December 31, 2015, respectively, are reported with contractholder funds on the consolidated statements of financial position.

#### Credit Derivatives Sold

When we sell credit protection, we are exposed to the underlying credit risk similar to purchasing a fixed maturity security instrument. The majority of our credit derivative contracts sold reference a single name or reference security (referred to as “single name credit default swaps”). The remainder of our credit derivatives reference either a basket or index of securities. These instruments are either referenced in an over-the-counter credit derivative transaction, or embedded within an investment structure that has been fully consolidated into our financial statements.

These credit derivative transactions are subject to events of default defined within the terms of the contract, which normally consist of bankruptcy, failure to pay, or modified restructuring of the reference entity and/or issue. If a default event occurs for a reference name or security, we are obligated to pay the counterparty an amount equal to the notional amount of the credit derivative transaction. As a result, our maximum future payment is equal to the notional amount of the credit derivative. In certain cases, we also have purchased credit protection with identical underlyings to certain of our sold protection transactions. As of June 30, 2016 and December 31, 2015, we did not purchase credit protection relating to our sold protection transactions. In certain circumstances, our potential loss could also be reduced by any amount recovered in the default proceedings of the underlying credit name.

We purchased an investment structure with embedded credit features that is fully consolidated into our financial statements. This consolidation results in recognition of the underlying credit derivatives and collateral within the structure, typically high quality fixed maturities that are owned by a special purpose vehicle. These credit derivatives reference several names in a basket structure. In the event of default, the collateral within the structure would typically be liquidated to pay the claims of the credit derivative counterparty.

**Principal Financial Group, Inc.**  
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The following tables show our credit default swap protection sold by types of contract, types of referenced/underlying asset class and external agency rating for the underlying reference security. The maximum future payments are undiscounted and have not been reduced by the effect of any offsetting transactions, collateral or recourse features described above.

	June 30, 2016			
	Notional amount	Fair value	Maximum future payments	Weighted average expected life (in years)
	<i>(in millions)</i>			
<b>Single name credit default swaps</b>				
Corporate debt				
AAA	\$ 30.0	\$ 0.7	\$ 30.0	2.7
AA	94.0	1.0	94.0	1.7
A	175.0	1.6	175.0	1.7
BBB	300.0	(1.0)	300.0	2.5
BB	20.0	(2.7)	20.0	3.3
Near default	10.0	(2.5)	10.0	3.5
Government/municipalities				
AA	30.0	0.5	30.0	2.8
Sovereign				
AA	10.0	0.2	10.0	3.2
BBB	40.0	(0.1)	40.0	3.2
Total single name credit default swaps	<u>709.0</u>	<u>(2.3)</u>	<u>709.0</u>	<u>2.3</u>
<b>Basket and index credit default swaps</b>				
Corporate debt				
Near default (1)	82.3	(6.6)	82.3	0.7
Government/municipalities				
AA	30.0	(0.8)	30.0	1.2
Structured finance				
AAA	4.3	—	4.3	0.2
Total basket and index credit default swaps	<u>116.6</u>	<u>(7.4)</u>	<u>116.6</u>	<u>0.8</u>
Total credit default swap protection sold	<u>\$ 825.6</u>	<u>\$ (9.7)</u>	<u>\$ 825.6</u>	<u>2.1</u>

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	December 31, 2015			Weighted average expected life (in years)
	Notional amount	Fair value	Maximum future payments	
	<i>(in millions)</i>			
<b>Single name credit default swaps</b>				
Corporate debt				
AAA	\$ 30.0	\$ 0.8	\$ 30.0	3.2
AA	74.0	1.1	74.0	2.3
A	195.0	2.2	195.0	2.2
BBB	310.0	(0.9)	310.0	2.9
BB	30.0	(4.6)	30.0	3.1
CCC	10.0	(6.8)	10.0	4.0
Government/municipalities				
AA	30.0	0.6	30.0	3.3
Sovereign				
AA	10.0	—	10.0	3.7
BBB	40.0	(0.9)	40.0	3.7
Total single name credit default swaps	<u>729.0</u>	<u>(8.5)</u>	<u>729.0</u>	2.8
<b>Basket and index credit default swaps</b>				
Corporate debt				
Near default (1)	100.4	(17.7)	100.4	1.2
Government/municipalities				
AA	30.0	(1.1)	30.0	1.7
Structured finance				
AAA	11.9	—	11.9	0.6
Total basket and index credit default swaps	<u>142.3</u>	<u>(18.8)</u>	<u>142.3</u>	1.3
Total credit default swap protection sold	<u>\$ 871.3</u>	<u>\$ (27.3)</u>	<u>\$ 871.3</u>	2.5

(1) Includes \$60.0 million and \$78.0 million as of June 30, 2016 and December 31, 2015, respectively, notional of derivatives in consolidated collateralized private investment vehicle VIEs where the credit risk is borne by third party investors.

We also have invested in fixed maturities classified as trading that contain credit default swaps. These securities are subject to the credit risk of the issuer, normally a special purpose vehicle, which consists of the underlying credit default swaps and high quality fixed maturities that serve as collateral. A default event occurs if the cumulative losses exceed a specified attachment point, which is typically not the first loss of the portfolio. If a default event occurs that exceeds the specified attachment point, our investment may not be fully returned. We would have no future potential payments under these investments. The following tables show, by the types of referenced/underlying asset class and external rating, our fixed maturities with embedded credit derivatives.

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**Notes to Consolidated Financial Statements – (continued)**  
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	June 30, 2016		Weighted average expected life (in years)
	Amortized cost	Carrying value	
	<i>(in millions)</i>		
<b>Corporate debt</b>			
A	\$ 24.9	\$ 24.9	0.5
Total corporate debt	<u>24.9</u>	<u>24.9</u>	0.5
<b>Structured finance</b>			
A	32.5	32.5	0.5
BBB	3.5	3.5	1.2
BB	2.3	2.3	1.2
CCC	4.7	4.7	2.3
Total structured finance	<u>43.0</u>	<u>43.0</u>	0.8
Total fixed maturities with credit derivatives	<u>\$ 67.9</u>	<u>\$ 67.9</u>	0.7

	December 31, 2015		Weighted average expected life (in years)
	Amortized cost	Carrying value	
	<i>(in millions)</i>		
<b>Corporate debt</b>			
A	\$ 24.6	\$ 24.6	1.0
Total corporate debt	<u>24.6</u>	<u>24.6</u>	1.0
<b>Structured finance</b>			
A	52.2	52.2	1.1
BBB	3.4	3.4	1.6
BB	2.3	2.3	1.6
CCC	4.8	4.8	1.9
Total structured finance	<u>62.7</u>	<u>62.7</u>	1.2
Total fixed maturities with credit derivatives	<u>\$ 87.3</u>	<u>\$ 87.3</u>	1.1

**Fair Value Hedges**

We use fixed-to-floating rate interest rate swaps to more closely align the interest rate characteristics of certain assets and liabilities. In general, these swaps are used in asset and liability management to modify duration, which is a measure of sensitivity to interest rate changes.

We enter into currency exchange swap agreements to convert certain foreign denominated assets and liabilities into U.S. dollar floating-rate denominated instruments to eliminate the exposure to future currency volatility on those items.

The net interest effect of interest rate swap and currency swap transactions for derivatives in fair value hedges is recorded as an adjustment to income or expense of the underlying hedged item in our consolidated statements of operations.

Hedge effectiveness testing for fair value relationships is performed utilizing a regression analysis approach for both prospective and retrospective evaluations. This regression analysis will consider multiple data points for the assessment that the hedge continues to be highly effective in achieving offsetting changes in fair value. In certain periods, the comparison of the change in value of the derivative and the change in the value of the hedged item may not be offsetting at a specific period in time due to small movements in value. However, any amounts recorded as fair value hedges have shown to be highly effective in achieving offsetting changes in fair value both for present and future periods.

**Principal Financial Group, Inc.**  
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The following table shows the effect of derivatives in fair value hedging relationships and the related hedged items on the consolidated statements of operations. All gains or losses on derivatives were included in the assessment of hedge effectiveness.

Derivatives in fair value hedging relationships	Amount of gain (loss) recognized in net income on derivatives for the three months ended June 30, (1)		Hedged items in fair value hedging relationships	Amount of gain (loss) recognized in net income on related hedged item for the three months ended June 30, (1)	
	2016	2015		2016	2015
	<i>(in millions)</i>			<i>(in millions)</i>	
Interest rate contracts	\$ 0.3	\$ 20.2	Fixed maturities, available-for-sale	\$ (0.3)	\$ (19.3)
Interest rate contracts	0.4	(1.0)	Investment contracts	(0.5)	1.0
Total	\$ 0.7	\$ 19.2	Total	\$ (0.8)	\$ (18.3)

Derivatives in fair value hedging relationships	Amount of gain (loss) recognized in net income on derivatives for the six months ended June 30, (1)		Hedged items in fair value hedging relationships	Amount of gain (loss) recognized in net income on related hedged item for the six months ended June 30, (1)	
	2016	2015		2016	2015
	<i>(in millions)</i>			<i>(in millions)</i>	
Interest rate contracts	\$ (7.6)	\$ 18.1	Fixed maturities, available-for-sale	\$ 7.6	\$ (17.7)
Interest rate contracts	3.3	1.5	Investment contracts	(3.3)	(1.4)
Foreign exchange contracts	—	3.8	Fixed maturities, available-for-sale	—	(3.8)
Total	\$ (4.3)	\$ 23.4	Total	\$ 4.3	\$ (22.9)

- (1) The gain (loss) on both derivatives and hedged items in fair value relationships is reported in net realized capital gains (losses) on the consolidated statements of operations. The net amount represents the ineffective portion of our fair value hedges.

The following table shows the periodic settlements on interest rate contracts and foreign exchange contracts in fair value hedging relationships.

Hedged item	Amount of gain (loss) for the three months ended June 30,		Amount of gain (loss) for the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Fixed maturities, available-for-sale (1)	\$ (11.9)	\$ (19.2)	\$ (25.0)	\$ (39.3)
Investment contracts (2)	0.7	1.0	1.4	1.9

- (1) Reported in net investment income on the consolidated statements of operations.  
(2) Reported in benefits, claims and settlement expenses on the consolidated statements of operations.

**Cash Flow Hedges**

We utilize floating-to-fixed rate interest rate swaps to eliminate the variability in cash flows of recognized financial assets and liabilities and forecasted transactions.

We enter into currency exchange swap agreements to convert both principal and interest payments of certain foreign denominated assets and liabilities into U.S. dollar denominated fixed-rate instruments to eliminate the exposure to future currency volatility on those items.

The net interest effect of interest rate swap and currency swap transactions for derivatives in cash flow hedges is recorded as an adjustment to income or expense of the underlying hedged item in our consolidated statements of operations.



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The maximum length of time we are hedging our exposure to the variability in future cash flows for forecasted transactions, excluding those related to the payments of variable interest on existing financial assets and liabilities, is 4.0 years. As of June 30, 2016, we had \$34.6 million of net gains reported in AOCI on the consolidated statements of financial position related to active hedges of forecasted transactions. If a hedged forecasted transaction is no longer probable of occurring, cash flow hedge accounting is discontinued. If it is probable that the hedged forecasted transaction will not occur, the deferred gain or loss is immediately reclassified from AOCI into net income. During 2016 and 2015, there were no reclassifications from AOCI into net realized capital gains (losses) as a result of the determination that hedged cash flows were probable of not occurring.

The following table shows the effect of derivatives in cash flow hedging relationships on the consolidated statements of operations and consolidated statements of financial position. All gains or losses on derivatives were included in the assessment of hedge effectiveness.

Derivatives in cash flow hedging relationships	Related hedged item	Amount of gain (loss) recognized in AOCI on derivatives (effective portion) for the three months ended June 30,		Location of gain (loss) reclassified from AOCI into net income (effective portion)	Amount of gain (loss) reclassified from AOCI on derivatives (effective portion) for the three months ended June 30,	
		2016	2015		2016	2015
		<i>(in millions)</i>			<i>(in millions)</i>	
Interest rate contracts	Fixed maturities, available-for-sale	\$ (6.9)	\$ (5.6)	Net investment income	\$ 4.8	\$ 4.1
Interest rate contracts	Investment contracts	0.5	1.4	Benefits, claims and settlement expenses	—	—
Interest rate contracts	Debt	—	—	Operating expense	(2.3)	(2.0)
Foreign exchange contracts	Fixed maturities, available-for-sale	10.9	(26.7)	Net realized capital gains	0.6	5.6
Foreign exchange contracts	Investment contracts	1.3	2.6	Benefits, claims and settlement expenses	—	—
Total		<u>\$ 5.8</u>	<u>\$ (28.3)</u>	Total	<u>\$ 3.1</u>	<u>\$ 7.7</u>

Derivatives in cash flow hedging relationships	Related hedged item	Amount of gain (loss) recognized in AOCI on derivatives (effective portion) for the six months ended June 30,		Location of gain (loss) reclassified from AOCI into net income (effective portion)	Amount of gain (loss) reclassified from AOCI on derivatives (effective portion) for the six months ended June 30,	
		2016	2015		2016	2015
		<i>(in millions)</i>			<i>(in millions)</i>	
Interest rate contracts	Fixed maturities, available-for-sale	\$ 21.7	\$ 11.1	Net investment income	\$ 9.4	\$ 7.9
Interest rate contracts	Investment contracts	1.6	2.3	Benefits, claims and settlement expenses	—	—
Interest rate contracts	Debt	—	—	Operating expense	(4.5)	(4.0)
Foreign exchange contracts	Fixed maturities, available-for-sale	5.5	13.5	Net realized capital gains	1.2	13.9
Foreign exchange contracts	Investment contracts	3.9	(1.2)	Benefits, claims and settlement expenses	—	—
Total		<u>\$ 32.7</u>	<u>\$ 25.7</u>	Total	<u>\$ 6.1</u>	<u>\$ 17.8</u>

The following table shows the periodic settlements on interest rate contracts and foreign exchange contracts in cash flow hedging relationships.

Hedged item	Amount of gain (loss) for the three months ended June 30,		Amount of gain (loss) for the six months ended June 30,	
	2016	2015	2016	2015
Fixed maturities, available-for-sale (1)	\$ 1.4	\$ 1.6	\$ 2.9	\$ 3.1
Investment contracts (2)	(4.3)	(4.8)	(9.3)	(8.7)

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- (1) Reported in net investment income on the consolidated statements of operations.
- (2) Reported in benefits, claims and settlement expenses on the consolidated statements of operations.

The ineffective portion of our cash flow hedges is reported in net realized capital gains (losses) on the consolidated statements of operations. The net gain (loss) resulting from the ineffective portion of foreign currency contracts in cash flow hedging relationships was \$(0.1) million and \$0.0 million for the three months ended June 30, 2016 and 2015, respectively. The net gain (loss) resulting from the ineffective portion of foreign currency contracts in cash flow hedging relationships was \$(0.1) million and \$0.1 million for the six months ended June 30, 2016 and 2015, respectively.

We expect to reclassify net losses of \$3.3 million from AOCI into net income in the next 12 months, which includes net losses on periodic settlements of active hedges and net deferred gains on discontinued hedges. Actual amounts may vary from this amount as a result of market conditions.

**Derivatives Not Designated as Hedging Instruments**

Our use of futures, certain swaptions and swaps, collars, options and forwards are effective from an economic standpoint, but they have not been designated as hedges for financial reporting purposes. As such, periodic changes in the market value of these instruments, which includes mark-to-market gains and losses as well as periodic and final settlements, primarily flow directly into net realized capital gains (losses) on the consolidated statements of operations.

The following table shows the effect of derivatives not designated as hedging instruments, including fair value changes of embedded derivatives that have been bifurcated from the host contract, on the consolidated statements of operations.

Derivatives not designated as hedging instruments	Amount of gain (loss) recognized in net income on derivatives for the three months ended June 30,		Amount of gain (loss) recognized in net income on derivatives for the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Interest rate contracts	\$ 73.0	\$ (151.0)	\$ 260.7	\$ (66.1)
Foreign exchange contracts	(4.5)	4.3	23.1	(12.2)
Equity contracts	6.5	(44.3)	15.0	(32.2)
Credit contracts	5.7	8.8	24.5	13.4
Other contracts	(112.6)	109.3	(150.3)	58.9
Total	\$ (31.9)	\$ (72.9)	\$ 173.0	\$ (38.2)

**5. Long-Term Debt**

As part of the retrospective adoption of authoritative guidance effective January 1, 2016, debt issuance costs are presented as a direct deduction from the carrying amount of the debt liability. Previously, debt issuance costs were classified as other assets on the consolidated statements of financial position.

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The components of long-term debt were as follows:

	<b>June 30, 2016</b>		
	<b>Principal</b>	<b>Net unamortized discount, premium and debt issuance costs</b>	<b>Carrying amount</b>
		<i>(in millions)</i>	
1.85% notes payable, due 2017	\$ 300.0	\$ (0.7)	\$ 299.3
8.875% notes payable, due 2019	350.0	(1.0)	349.0
3.3% notes payable, due 2022	300.0	(2.3)	297.7
3.125% notes payable, due 2023	300.0	(1.9)	298.1
3.4% notes payable, due 2025	400.0	(4.0)	396.0
6.05% notes payable, due 2036	600.0	(3.3)	596.7
4.625% notes payable, due 2042	300.0	(3.4)	296.6
4.35% notes payable, due 2043	300.0	(3.5)	296.5
4.7% notes payable, due 2055	400.0	(5.0)	395.0
Non-recourse mortgages and notes payable	46.5	(1.2)	45.3
<b>Total long-term debt</b>	<b>\$ 3,296.5</b>	<b>\$ (26.3)</b>	<b>\$ 3,270.2</b>

	<b>December 31, 2015</b>		
	<b>Principal</b>	<b>Net unamortized discount, premium and debt issuance costs</b>	<b>Carrying amount</b>
		<i>(in millions)</i>	
1.85% notes payable, due 2017	\$ 300.0	\$ (0.9)	\$ 299.1
8.875% notes payable, due 2019	350.0	(1.2)	348.8
3.3% notes payable, due 2022	300.0	(2.5)	297.5
3.125% notes payable, due 2023	300.0	(2.0)	298.0
3.4% notes payable, due 2025	400.0	(4.3)	395.7
6.05% notes payable, due 2036	600.0	(3.3)	596.7
4.625% notes payable, due 2042	300.0	(3.5)	296.5
4.35% notes payable, due 2043	300.0	(3.5)	296.5
4.7% notes payable, due 2055	400.0	(5.0)	395.0
Non-recourse mortgages and notes payable	42.8	(1.4)	41.4
<b>Total long-term debt</b>	<b>\$ 3,292.8</b>	<b>\$ (27.6)</b>	<b>\$ 3,265.2</b>

Net discount, premium and issuance costs associated with issuing these notes are amortized to expense over the respective terms using the interest method.

**6. Income Taxes**

The effective income tax rates for the three months ended June 30, 2016 and 2015, were lower than the U.S. corporate income tax rate of 35% (“U.S. statutory rate”) primarily due to income tax deductions allowed for corporate dividends received, the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income and tax credits .

The effective income tax rate for the six months ended June 30, 2016, was lower than the U.S. statutory rate primarily due to income tax deductions allowed for corporate dividends received, the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income and tax credits.

The effective income tax rate for the six months ended June 30, 2015, was lower than the U.S. statutory rate primarily due to a change in deferred tax balances related to the merger of two of our Chilean legal entities, income tax deductions allowed for corporate dividends received and the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income, partially offset by the negative impact of a court ruling on some uncertain tax positions.

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**7. Employee and Agent Benefits**

**Components of Net Periodic Benefit Cost**

	Pension benefits		Other postretirement benefits	
	For the three months ended		For the three months ended	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Service cost	\$ 16.3	\$ 15.8	\$ 0.6	\$ 0.5
Interest cost	33.7	30.1	1.6	1.7
Expected return on plan assets	(38.8)	(40.1)	(8.2)	(8.5)
Amortization of prior service benefit	(0.5)	(0.4)	(5.0)	(4.6)
Recognized net actuarial (gain) loss	19.2	25.5	—	(0.2)
Net periodic benefit cost (income)	\$ 29.9	\$ 30.9	\$ (11.0)	\$ (11.1)

	Pension benefits		Other postretirement benefits	
	For the six months ended		For the six months ended	
	2016	2015	2016	2015
	<i>(in millions)</i>			
Service cost	\$ 32.5	\$ 31.6	\$ 1.2	\$ 1.0
Interest cost	67.4	60.2	3.3	3.3
Expected return on plan assets	(77.5)	(80.3)	(16.3)	(17.0)
Amortization of prior service benefit	(1.1)	(0.9)	(10.1)	(9.2)
Recognized net actuarial (gain) loss	38.5	51.1	0.1	(0.4)
Net periodic benefit cost (income)	\$ 59.8	\$ 61.7	\$ (21.8)	\$ (22.3)

**Contributions**

Our funding policy for our qualified pension plan is to fund the plan annually in an amount at least equal to the minimum annual contribution required under the Employee Retirement Income Security Act (“ERISA”) and, generally, not greater than the maximum amount that can be deducted for federal income tax purposes. The minimum annual contribution for 2016 will be zero so we will not be required to fund our qualified pension plan during 2016. However, it is possible that we may fund the qualified and nonqualified pension plans in 2016 for a combined total of up to \$125.0 million. During the three and six months ended June 30, 2016, we contributed \$34.9 million and \$59.7 million to these plans, respectively.

**8. Contingencies, Guarantees and Indemnifications**

**Litigation and Regulatory Contingencies**

We are regularly involved in litigation, both as a defendant and as a plaintiff, but primarily as a defendant. Litigation naming us as a defendant ordinarily arises out of our business operations as a provider of asset management and accumulation products and services; individual life insurance, specialty benefits insurance and our investment activities. Some of the lawsuits may be class actions, or purport to be, and some may include claims for unspecified or substantial punitive and treble damages.

We may discuss such litigation in one of three ways. We accrue a charge to income and disclose legal matters for which the chance of loss is probable and for which the amount of loss can be reasonably estimated. We may disclose contingencies for which the chance of loss is reasonably possible and provide an estimate of the possible loss or range of loss or a statement that such an estimate cannot be made. Finally, we may voluntarily disclose loss contingencies for which the chance of loss is remote in order to provide information concerning matters that potentially expose us to possible losses.

**Principal Financial Group, Inc.**  
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In addition, regulatory bodies such as state insurance departments, the SEC, the Financial Industry Regulatory Authority, the Department of Labor (“DOL”) and other regulatory agencies regularly make inquiries and conduct examinations or investigations concerning our compliance with, among other things, insurance laws, securities laws, ERISA and laws governing the activities of broker-dealers. We receive requests from regulators and other governmental authorities relating to industry issues and may receive additional requests, including subpoenas and interrogatories, in the future.

On December 30, 2015, Mary Ventura, William Littlejohn and Ryan Kadota filed a lawsuit in the United States District Court for the Southern District of Iowa against Principal Management Corporation (“PMC”). The lawsuit alleges PMC breached its fiduciary duty under Section 36(b) of the Investment Company Act by charging excessive fees on the LargeCap Growth I Fund, SmallCap Growth I Fund, SmallCap Fund, High Yield Fund, MidCap Fund and the MidCap Value III Fund. PMC is aggressively defending the lawsuit.

On March 18, 2014, McCaffree Financial Corp. Employee Retirement Program (“McCaffree”) filed a putative class action lawsuit in the United States District Court for the Southern District of Iowa against Principal Life. The complaint alleged, among other things, breach of duty of loyalty, breach of duty of prudence and prohibited transactions under ERISA. Principal Life filed a motion to dismiss the case and the court granted the motion. On January 8, 2016, the Eighth Circuit Court of Appeals affirmed the district court’s decision dismissing the complaint against Principal Life. The Plaintiff did not file a writ of certiorari to the United States Supreme Court before the deadline, and thus, the case is concluded.

On August 29, 2013, American Chemicals & Equipment, Inc. 401(k) Retirement Plan (“ACE”) filed a lawsuit in the United States District Court for the Northern District of Alabama against PMC and Principal Global Investors, LLC (the “ACE Defendants”). The lawsuit alleges the ACE Defendants breached their fiduciary duty under Section 36(b) of the Investment Company Act by charging excessive fees on certain of the LifeTime series target date funds. On January 24, 2014, the court granted the motion filed by the ACE Defendants to transfer the case to the Southern District of Iowa. The ACE Defendants were granted summary judgment and the case was dismissed. ACE has appealed that grant of summary judgment and subsequent dismissal to the Eighth Circuit Court of Appeals. The ACE Defendants continue to aggressively defend the lawsuit.

In 2008, Principal Life received approximately \$440.0 million in connection with the termination of certain structured transactions and the resulting prepayment of Principal Life’s investment in those transactions. The transactions involved Lehman Brothers Special Financing Inc. and Lehman Brothers Holdings Inc. (collectively, “Lehman”) in various capacities. Subsequent to Lehman’s 2008 bankruptcy filing, its bankruptcy estate initiated several lawsuits seeking to recover from numerous sources significant amounts to which it claims entitlement under various theories. We are one of a large group of defendants to this action. The estate’s claim against Principal Life, including interest, was approximately \$600.0 million. On June 28, 2016, the bankruptcy court granted the Defendants’ motion to dismiss directed at common issues and dismissed with prejudice all claims against Principal Life.

While the outcome of any pending or future litigation or regulatory matter cannot be predicted, management does not believe that any such matter will have a material adverse effect on our business or financial position. As of June 30, 2016, we had no estimated losses accrued related to the legal matters discussed above because we believe the loss from these matters is not probable and cannot be reasonably estimated.

We believe all of the litigation contingencies discussed above involve a chance of loss that is either remote or reasonably possible. Unless otherwise noted, all of these matters involve unspecified claim amounts, in which the respective plaintiffs seek an indeterminate amount of damages. To the extent such matters present a reasonably possible chance of loss, we are generally not able to estimate the possible loss or range of loss associated therewith.

The outcome of such matters is always uncertain, and unforeseen results can occur. It is possible that such outcomes could require us to pay damages or make other expenditures or establish accruals in amounts that we could not estimate as of June 30, 2016.

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**(Unaudited)**

**Guarantees and Indemnifications**

In the normal course of business, we have provided guarantees to third parties primarily related to former subsidiaries and joint ventures. The terms of these agreements range in duration and often are not explicitly defined. The maximum exposure under these agreements as of June 30, 2016, was approximately \$170.0 million. At inception, the fair value of such guarantees was insignificant. In addition, we believe the likelihood is remote that material payments will be required. Therefore, any liability accrued within our consolidated statements of financial position is insignificant. Should we be required to perform under these guarantees, we generally could recover a portion of the loss from third parties through recourse provisions included in agreements with such parties, the sale of assets held as collateral that can be liquidated in the event that performance is required under the guarantees or other recourse generally available to us; therefore, such guarantees would not result in a material adverse effect on our business or financial position. While the likelihood is remote, such outcomes could materially affect net income in a particular quarter or annual period.

We manage mandatory privatized social security funds in Chile. By regulation, we have a required minimum guarantee on the funds' relative return. Because the guarantee has no limitation with respect to duration or amount, the maximum exposure of the guarantee in the future is indeterminable.

We are also subject to various other indemnification obligations issued in conjunction with divestitures, acquisitions and financing transactions whose terms range in duration and often are not explicitly defined. Certain portions of these indemnifications may be capped, while other portions are not subject to such limitations; therefore, the overall maximum amount of the obligation under the indemnifications cannot be reasonably estimated. At inception, the fair value of such indemnifications was insignificant. In addition, we believe the likelihood is remote that material payments will be required. Therefore, any liability accrued within our consolidated statements of financial position is insignificant. While we are unable to estimate with certainty the ultimate legal and financial liability with respect to these indemnifications, we believe that performance under these indemnifications would not result in a material adverse effect on our business or financial position. While the likelihood is remote, performance under these indemnifications could materially affect net income in a particular quarter or annual period.

**9. Stockholders' Equity**

**Reconciliation of Outstanding Shares**

	Series A preferred stock	Series B preferred stock <i>(in millions)</i>	Common stock
Outstanding shares as of January 1, 2015	3.0	10.0	293.9
Shares issued	—	—	2.3
Treasury stock acquired	—	—	(1.5)
Preferred stock redemption	(3.0)	(10.0)	—
Outstanding shares as of June 30, 2015	<u>—</u>	<u>—</u>	<u>294.7</u>
Outstanding shares as of January 1, 2016	—	—	291.4
Shares issued	—	—	1.9
Treasury stock acquired	—	—	(5.3)
Outstanding shares as of June 30, 2016	<u>—</u>	<u>—</u>	<u>288.0</u>

On June 30, 2015, we redeemed our 3.0 million shares of series A preferred stock for \$300.0 million and our 10.0 million shares of series B preferred stock for \$250.0 million. At redemption, we recognized \$8.2 million excess redemption value over carrying value of the preferred shares redeemed as an adjustment to determine net income available to common stockholders.

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In February 2014, our Board of Directors authorized a share repurchase program of up to \$200.0 million of our outstanding common stock, which was completed in March 2015. In February 2015, our Board of Directors authorized a share repurchase program of up to \$150.0 million of our outstanding common stock, which was completed in October 2015. In October 2015, our Board of Directors authorized a share repurchase program of up to \$150.0 million of our outstanding common stock, which was completed in March 2016. In February 2016, our Board of Directors authorized a share repurchase program of up to \$400.0 million of our outstanding common stock. Shares repurchased under these programs are accounted for as treasury stock, carried at cost and reflected as a reduction to stockholders' equity.

**Other Comprehensive Income (Loss)**

	For the three months ended June 30, 2016			For the six months ended June 30, 2016		
	Pre-Tax	Tax	After-Tax	Pre-Tax	Tax	After-Tax
	<i>(in millions)</i>					
Net unrealized gains on available-for-sale securities during the period	\$ 954.2	\$ (330.6)	\$ 623.6	\$ 1,866.1	\$ (643.5)	\$ 1,222.6
Reclassification adjustment for (gains) losses included in net income (1)	(35.3)	12.4	(22.9)	20.0	(7.0)	13.0
Adjustments for assumed changes in amortization patterns	(56.0)	19.7	(36.3)	(112.1)	39.3	(72.8)
Adjustments for assumed changes in policyholder liabilities	(394.1)	132.9	(261.2)	(687.2)	232.0	(455.2)
Net unrealized gains on available-for-sale securities	<u>468.8</u>	<u>(165.6)</u>	<u>303.2</u>	<u>1,086.8</u>	<u>(379.2)</u>	<u>707.6</u>
Noncredit component of impairment losses on fixed maturities, available-for-sale during the period	6.6	(2.3)	4.3	(0.9)	0.3	(0.6)
Adjustments for assumed changes in amortization patterns	(2.4)	0.8	(1.6)	(1.6)	0.6	(1.0)
Adjustments for assumed changes in policyholder liabilities	(0.1)	—	(0.1)	—	—	—
Noncredit component of impairment losses on fixed maturities, available-for-sale (2)	<u>4.1</u>	<u>(1.5)</u>	<u>2.6</u>	<u>(2.5)</u>	<u>0.9</u>	<u>(1.6)</u>
Net unrealized gains on derivative instruments during the period	16.2	(5.6)	10.6	21.9	(7.6)	14.3
Reclassification adjustment for gains included in net income (3)	(3.1)	0.9	(2.2)	(6.1)	1.8	(4.3)
Adjustments for assumed changes in amortization patterns	2.4	(0.8)	1.6	1.0	(0.3)	0.7
Adjustments for assumed changes in policyholder liabilities	1.7	(0.5)	1.2	2.7	(0.9)	1.8
Net unrealized gains on derivative instruments	<u>17.2</u>	<u>(6.0)</u>	<u>11.2</u>	<u>19.5</u>	<u>(7.0)</u>	<u>12.5</u>
Foreign currency translation adjustment	<u>25.1</u>	<u>(11.0)</u>	<u>14.1</u>	<u>164.0</u>	<u>(20.2)</u>	<u>143.8</u>
Amortization of prior service cost and actuarial loss included in net periodic benefit cost (4)	<u>13.7</u>	<u>(5.7)</u>	<u>8.0</u>	<u>27.4</u>	<u>(11.4)</u>	<u>16.0</u>
Net unrecognized postretirement benefit obligation	<u>13.7</u>	<u>(5.7)</u>	<u>8.0</u>	<u>27.4</u>	<u>(11.4)</u>	<u>16.0</u>
Other comprehensive income	<u>\$ 528.9</u>	<u>\$ (189.8)</u>	<u>\$ 339.1</u>	<u>\$ 1,295.2</u>	<u>\$ (416.9)</u>	<u>\$ 878.3</u>

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	For the three months ended June 30, 2015			For the six months ended June 30, 2015		
	Pre-Tax	Tax	After-Tax	Pre-Tax	Tax	After-Tax
	<i>(in millions)</i>					
Net unrealized losses on available-for-sale securities during the period	\$ (1,090.4)	\$ 372.6	\$ (717.8)	\$ (807.1)	\$ 274.3	\$ (532.8)
Reclassification adjustment for (gains) losses included in net income (1)	5.1	(1.7)	3.4	(8.5)	3.0	(5.5)
Adjustments for assumed changes in amortization patterns	95.7	(33.5)	62.2	82.4	(28.8)	53.6
Adjustments for assumed changes in policyholder liabilities	526.1	(180.3)	345.8	357.3	(121.9)	235.4
Net unrealized losses on available-for-sale securities	<u>(463.5)</u>	<u>157.1</u>	<u>(306.4)</u>	<u>(375.9)</u>	<u>126.6</u>	<u>(249.3)</u>
Noncredit component of impairment losses on fixed maturities, available-for-sale during the period	5.4	(2.0)	3.4	26.9	(9.4)	17.5
Adjustments for assumed changes in amortization patterns	—	—	—	(1.3)	0.5	(0.8)
Adjustments for assumed changes in policyholder liabilities	—	—	—	0.2	—	0.2
Noncredit component of impairment losses on fixed maturities, available-for-sale (2)	<u>5.4</u>	<u>(2.0)</u>	<u>3.4</u>	<u>25.8</u>	<u>(8.9)</u>	<u>16.9</u>
Net unrealized gains (losses) on derivative instruments during the period	(23.9)	8.5	(15.4)	28.4	(9.9)	18.5
Reclassification adjustment for gains included in net income (3)	(7.7)	2.6	(5.1)	(17.8)	6.0	(11.8)
Adjustments for assumed changes in amortization patterns	2.4	(0.8)	1.6	12.5	(4.4)	8.1
Adjustments for assumed changes in policyholder liabilities	4.4	(1.6)	2.8	(4.8)	1.7	(3.1)
Net unrealized gains (losses) on derivative instruments	<u>(24.8)</u>	<u>8.7</u>	<u>(16.1)</u>	<u>18.3</u>	<u>(6.6)</u>	<u>11.7</u>
Foreign currency translation adjustment	<u>(38.1)</u>	<u>(4.4)</u>	<u>(42.5)</u>	<u>(206.1)</u>	<u>31.0</u>	<u>(175.1)</u>
Amortization of prior service cost and actuarial loss included in net periodic benefit cost (4)	<u>20.3</u>	<u>(8.3)</u>	<u>12.0</u>	<u>40.6</u>	<u>(16.6)</u>	<u>24.0</u>
Net unrecognized postretirement benefit obligation	<u>20.3</u>	<u>(8.3)</u>	<u>12.0</u>	<u>40.6</u>	<u>(16.6)</u>	<u>24.0</u>
Other comprehensive loss	<u>\$ (500.7)</u>	<u>\$ 151.1</u>	<u>\$ (349.6)</u>	<u>\$ (497.3)</u>	<u>\$ 125.5</u>	<u>\$ (371.8)</u>

- (1) Pre-tax reclassification adjustments relating to available-for-sale securities are reported in net realized capital gains (losses) on the consolidated statements of operations.
- (2) Represents the net impact of (1) unrealized gains resulting from reclassification of previously recognized noncredit impairment losses from OCI to net realized capital gains (losses) for fixed maturities with bifurcated OTTI that had additional credit losses or fixed maturities that previously had bifurcated OTTI that have now been sold or are intended to be sold and (2) unrealized losses resulting from reclassification of noncredit impairment losses for fixed maturities with bifurcated OTTI from net realized capital gains (losses) to OCI.
- (3) See Note 4, Derivative Financial Instruments – Cash Flow Hedges, for further details.
- (4) Pre-tax amortization of prior service cost and actuarial loss included in net periodic benefit cost, which is comprised of amortization of prior service cost (benefit) and recognized net actuarial (gain) loss, is reported in operating expenses on the consolidated statements of operations. See Note 7, Employee and Agent Benefits – Components of Net Periodic Benefit Cost, for further details.



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**Accumulated Other Comprehensive Income (Loss)**

	Net unrealized gains on available-for-sale securities	Noncredit component of impairment losses on fixed maturities available-for-sale	Net unrealized gains on derivative instruments	Foreign currency translation adjustment	Unrecognized postretirement benefit obligation	Accumulated other comprehensive income (loss)
	<i>(in millions)</i>					
<b>Balances as of January 1, 2015</b>	\$ 1,202.8	\$ (105.1)	\$ 50.6	\$ (686.8)	\$ (411.1)	\$ 50.4
Other comprehensive loss during the period, net of adjustments	(243.8)	—	23.5	(170.4)	—	(390.7)
Amounts reclassified from AOCI	(5.5)	16.9	(11.8)	—	24.0	23.6
Other comprehensive loss	(249.3)	16.9	11.7	(170.4)	24.0	(367.1)
Purchase of subsidiary shares from noncontrolling interest	—	—	—	(9.9)	—	(9.9)
<b>Balances as of June 30, 2015</b>	<u>\$ 953.5</u>	<u>\$ (88.2)</u>	<u>\$ 62.3</u>	<u>\$ (867.1)</u>	<u>\$ (387.1)</u>	<u>\$ (326.6)</u>
<b>Balances as of January 1, 2016</b>	\$ 732.1	\$ (86.0)	\$ 69.8	\$ (1,148.2)	\$ (450.2)	\$ (882.5)
Other comprehensive income during the period, net of adjustments	694.6	(1.6)	16.8	138.0	—	847.8
Amounts reclassified from AOCI	13.0	—	(4.3)	—	16.0	24.7
Other comprehensive income	707.6	(1.6)	12.5	138.0	16.0	872.5
Purchase of subsidiary shares from noncontrolling interest	—	—	—	(9.3)	—	(9.3)
<b>Balances as of June 30, 2016</b>	<u>\$ 1,439.7</u>	<u>\$ (87.6)</u>	<u>\$ 82.3</u>	<u>\$ (1,019.5)</u>	<u>\$ (434.2)</u>	<u>\$ (19.3)</u>

**Noncontrolling Interest**

Interests held by unaffiliated parties in consolidated entities are reflected in noncontrolling interest, which represents the noncontrolling partners' share of the underlying net assets of our consolidated subsidiaries. Noncontrolling interest that is not redeemable is reported in the equity section of the consolidated statements of financial position.

The noncontrolling interest holders in certain of our consolidated entities maintain an equity interest that is redeemable at the option of the holder, which may be exercised on varying dates. Since redemption of the noncontrolling interest is outside of our control, this interest is presented on the consolidated statements of financial position line item titled "Redeemable noncontrolling interest." Our redeemable noncontrolling interest primarily relates to consolidated sponsored investment funds for which interests are redeemed at fair value from the net assets of the funds.

For our redeemable noncontrolling interest related to other consolidated subsidiaries, redemptions are required to be purchased at fair value or a value based on a formula that management intended to reasonably approximate fair value based on a fixed multiple of earnings over a measurement period. The carrying value of the redeemable noncontrolling interest is compared to the redemption value at each reporting period. Any adjustments to the carrying amount of the redeemable noncontrolling interest for changes in redemption value prior to exercise of the redemption option are determined after the attribution of net income or loss of the subsidiary and are recognized in the redemption value as they occur. Adjustments to the carrying value of redeemable noncontrolling interest result in adjustments to additional paid-in capital and/or retained earnings. Adjustments are recorded in retained earnings to the extent the redemption value of the redeemable noncontrolling interest exceeds its fair value and will impact the numerator in our earnings per share calculations. All other adjustments to the redeemable noncontrolling interest are recorded in additional paid-in capital.

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Following is a reconciliation of the changes in the redeemable noncontrolling interest (in millions):

<b>Balance as of January 1, 2015</b>	\$	58.0
Net income attributable to redeemable noncontrolling interest		2.1
Contributions from redeemable noncontrolling interest		24.7
Distributions to redeemable noncontrolling interest		(4.4)
Purchase of subsidiary shares from redeemable noncontrolling interest		(6.5)
Change in redemption value of redeemable noncontrolling interest		3.3
Foreign currency translation adjustment		(5.6)
<b>Balance as of June 30, 2015</b>	<u>\$</u>	<u>71.6</u>
<b>Balance as of January 1, 2016</b>	\$	85.7
Net income attributable to redeemable noncontrolling interest		3.2
Redeemable noncontrolling interest of newly consolidated entities (1)		179.5
Redeemable noncontrolling interest of deconsolidated entities (2)		(18.7)
Contributions from redeemable noncontrolling interest		121.3
Distributions to redeemable noncontrolling interest		(29.6)
Purchase of subsidiary shares from redeemable noncontrolling interest		(8.1)
Change in redemption value of redeemable noncontrolling interest		(0.4)
Foreign currency translation adjustment		4.2
<b>Balance as of June 30, 2016</b>	<u>\$</u>	<u>337.1</u>

- (1) Effective January 1, 2016, certain sponsored investment funds were consolidated as a result of the implementation of new accounting guidance. See Note 2, Variable Interest Entities, for further details.
- (2) We deconsolidated certain sponsored investment funds as they no longer met the requirements for consolidation.

**10. Fair Value Measurements**

We use fair value measurements to record fair value of certain assets and liabilities and to estimate fair value of financial instruments not recorded at fair value but required to be disclosed at fair value. Certain financial instruments, particularly policyholder liabilities other than investment contracts, are excluded from these fair value disclosure requirements.

**Valuation Hierarchy**

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three levels. The level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement in its entirety considering factors specific to the asset or liability.

- **Level 1** – Fair values are based on unadjusted quoted prices in active markets for identical assets or liabilities. Our Level 1 assets and liabilities primarily include exchange traded equity securities, mutual funds and U.S. Treasury bonds.
- **Level 2** – Fair values are based on inputs other than quoted prices within Level 1 that are observable for the asset or liability, either directly or indirectly. Our Level 2 assets and liabilities primarily include fixed maturities (including public and private bonds), equity securities, cash equivalents, derivatives and other investments.
- **Level 3** – Fair values are based on at least one significant unobservable input for the asset or liability. Our Level 3 assets and liabilities primarily include fixed maturities, real estate and commercial mortgage loan investments of our separate accounts, complex derivatives and embedded derivatives.

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**Determination of Fair Value**

The following discussion describes the valuation methodologies and inputs used for assets and liabilities measured at fair value on a recurring basis or disclosed at fair value. The techniques utilized in estimating the fair value of financial instruments are reliant on the assumptions used. Care should be exercised in deriving conclusions about our business, its value or financial position based on the fair value information of financial instruments presented below.

Fair value estimates are made based on available market information and judgments about the financial instrument at a specific point in time. Such estimates do not consider the tax impact of the realization of unrealized gains or losses. In addition, the disclosed fair value may not be realized in the immediate settlement of the financial instrument. We validate prices through an investment analyst review process, which includes validation through direct interaction with external sources, review of recent trade activity or use of internal models. In circumstances where broker quotes are used to value an instrument, we generally receive one non-binding quote. Broker quotes are validated through an investment analyst review process, which includes validation through direct interaction with external sources and use of internal models or other relevant information. We did not make any significant changes to our valuation processes during 2016.

***Fixed Maturities***

Fixed maturities include bonds, ABS, redeemable preferred stock and certain nonredeemable preferred securities. When available, the fair value of fixed maturities is based on quoted prices of identical assets in active markets. These are reflected in Level 1 and primarily include U.S. Treasury bonds and actively traded redeemable corporate preferred securities.

When quoted prices of identical assets in active markets are not available, our first priority is to obtain prices from third party pricing vendors. We have regular interaction with these vendors to ensure we understand their pricing methodologies and to confirm they are utilizing observable market information. Their methodologies vary by asset class and include inputs such as estimated cash flows, benchmark yields, reported trades, broker quotes, credit quality, industry events and economic events. Fixed maturities with validated prices from pricing services, which includes the majority of our public fixed maturities in all asset classes, are generally reflected in Level 2. Also included in Level 2 are corporate bonds where quoted market prices are not available, for which an internal model using substantially all observable inputs or a matrix pricing valuation approach is used. In the matrix approach, securities are grouped into pricing categories that vary by sector, rating and average life. Each pricing category is assigned a risk spread based on studies of observable public market data from the investment professionals assigned to specific security classes. The expected cash flows of the security are then discounted back at the current Treasury curve plus the appropriate risk spread. Although the matrix valuation approach provides a fair valuation of each pricing category, the valuation of an individual security within each pricing category may actually be impacted by company specific factors.

If we are unable to price a fixed maturity security using prices from third party pricing vendors or other sources specific to the asset class, we may obtain a broker quote or utilize an internal pricing model specific to the asset utilizing relevant market information, to the extent available and where at least one significant unobservable input is utilized, which are reflected in Level 3 and can include fixed maturities across all asset classes. As of June 30, 2016, less than 1% of our Level 3 fixed maturities were valued using internal pricing models.

The primary inputs, by asset class, for valuations of the majority of our Level 2 investments from third party pricing vendors or our internal pricing valuation approach are described below.

***U.S. Government and Agencies/Non-U.S. Governments*** . Inputs include r ecently executed market transactions, interest rate yield curves, maturity dates, market price quotations and credit spreads relating to similar instruments.

***States and Political Subdivisions*** . Inputs include Municipal Securities Rulemaking Board reported trades, U.S. T reasury and other benchmark curves, material event notices, new issue data and obligor credit ratings.

***Corporate*** . Inputs include recently executed transactions, market price quotations, benchmark yields, issuer spreads and observations of equity and credit default swap curves related to the issuer . For private placement corporate securities valued through the matrix valuation approach inputs include the current Treasury curve and risk spreads based on sector, rating and average life of the issuance.

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**RMBS, CMBS, Collateralized Debt Obligations and Other Debt Obligations** . Inputs include cash flows, priority of the tranche in the capital structure, expected time to maturity for the specific tranche, reinvestment period remaining and performance of the underlying collateral including prepayments, defaults, deferrals, loss severity of defaulted collateral and, for RMBS, prepayment speed assumptions. Other inputs include market indices and recently executed market transactions.

**Equity Securities**

Equity securities include mutual funds, common stock, nonredeemable preferred stock and required regulatory investments. Fair values of equity securities are determined using quoted prices in active markets for identical assets when available, which are reflected in Level 1. When quoted prices are not available, we may utilize internal valuation methodologies appropriate for the specific asset that use observable inputs such as underlying share prices or the net asset value (“NAV”), which are reflected in Level 2. Fair values might also be determined using broker quotes or through the use of internal models or analysis that incorporate significant assumptions deemed appropriate given the circumstances and consistent with what other market participants would use when pricing such securities, which are reflected in Level 3.

**Derivatives**

The fair values of exchange-traded derivatives are determined through quoted market prices, which are reflected in Level 1. Exchange-traded derivatives include futures that are settled daily such that their fair value is not reflected in the consolidated statements of financial position. The fair values of derivative instruments cleared through centralized clearinghouses are determined through market prices published by the clearinghouses, which are reflected in Level 2. The clearinghouses may utilize the overnight indexed swap (“OIS”) curve in their valuation. The fair values of bilateral OTC derivative instruments are determined using either pricing valuation models that utilize market observable inputs or broker quotes. The majority of our bilateral OTC derivatives are valued with models that use market observable inputs, which are reflected in Level 2. Significant inputs include contractual terms, interest rates, currency exchange rates, credit spread curves, equity prices and volatilities. These valuation models consider projected discounted cash flows, relevant swap curves and appropriate implied volatilities. Certain bilateral OTC derivatives utilize unobservable market data, primarily independent broker quotes that are nonbinding quotes based on models that do not reflect the result of market transactions, which are reflected in Level 3.

Our non-cleared derivative contracts are generally documented under ISDA Master Agreements, which provide for legally enforceable set-off and close-out netting of exposures to specific counterparties. Collateral arrangements are bilateral and based on current ratings of each entity. We utilize the LIBOR interest rate curve to value our positions, which includes a credit spread. This credit spread incorporates an appropriate level of nonperformance risk into our valuations given the current ratings of our counterparties, as well as the collateral agreements in place. Counterparty credit risk is routinely monitored to ensure our adjustment for non-performance risk is appropriate. Our centrally cleared derivative contracts are conducted with regulated centralized clearinghouses, which provide for daily exchange of cash collateral equal to the difference in the daily market values of those contracts that eliminates the non-performance risk on these trades.

**Interest Rate Contracts.** For non-cleared contracts we use discounted cash flow valuation techniques to determine the fair value of interest rate swaps using observable swap curves as the inputs. These are reflected in Level 2. For centrally cleared contracts we use published prices from clearinghouses. These are reflected in Level 2. In addition, we have a limited number of complex inflation-linked interest rate swaps, interest rate collars and swaptions that are valued using broker quotes. These are reflected in Level 3.

**Foreign Exchange Contracts.** We use discounted cash flow valuation techniques that utilize observable swap curves and exchange rates as the inputs to determine the fair value of foreign currency swaps. These are reflected in Level 2. Currency forwards are valued using observable market inputs, including forward currency exchange rates. These are reflected in Level 2. In addition, we have a limited number of non-standard currency swaps that are valued using broker quotes. These are reflected within Level 3.

**Equity Contracts.** We use an option pricing model using observable implied volatilities, dividend yields, index prices and swap curves as the inputs to determine the fair value of equity options. These are reflected in Level 2.

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**Credit Contracts.** We use either the ISDA Credit Default Swap Standard discounted cash flow model that utilizes observable default probabilities and recovery rates as inputs or broker prices to determine the fair value of credit default swaps. These are reflected in Level 3. In addition, we have a limited number of total return swaps that are valued based on the observable quoted price of underlying equity indices. These are reflected in Level 2.

**Other Investments**

Other investments reported at fair value include invested assets of consolidated sponsored investment funds, unconsolidated sponsored investment funds, other investment funds reported at fair value or for which the fair value option was elected, commercial mortgage loans of consolidated VIEs for which the fair value option was elected and equity method real estate investments for which the fair value option was elected.

Invested assets of consolidated sponsored investment funds include equity securities, fixed maturities and other investments, for which fair values are determined as previously described, and are reflected in Level 1 and Level 2.

The fair value of unconsolidated sponsored investment funds and other investment funds is determined using the NAV of the fund. The NAV of the fund represents the price at which we feel we would be able to initiate a transaction. Investments for which the NAV represents a quoted price in an active market for identical assets are reflected in Level 1. Investments that do not have a quoted price in an active market are reflected in Level 2.

Commercial mortgage loans of consolidated VIEs valued using the measurement alternative for CCFEs are reflected in Level 2. These investments are based on the more observable fair value of the liabilities of the consolidated VIEs.

Equity method real estate investments for which the fair value option was elected are reflected in Level 3. The equity method real estate investments consist of underlying real estate and debt. The real estate fair value is estimated using a discounted cash flow valuation model that utilizes public real estate market data inputs such as transaction prices, market rents, vacancy levels, leasing absorption, market cap rates and discount rates. The debt fair value is estimated using a discounted cash flow analysis based on our incremental borrowing rate for similar borrowing arrangements.

**Cash Equivalents**

Certain cash equivalents are reported at fair value on a recurring basis and include money market instruments and other short-term investments with maturities of three months or less. Fair values of these cash equivalents may be determined using public quotations, when available, which are reflected in Level 1. When public quotations are not available, because of the highly liquid nature of these assets, carrying amounts may be used to approximate fair values, which are reflected in Level 2.

**Separate Account Assets**

Separate account assets include equity securities, debt securities and derivative instruments, for which fair values are determined as previously described, and are reflected in Level 1, Level 2 and Level 3. Separate account assets also include commercial mortgage loans, for which the fair value is estimated by discounting the expected total cash flows using market rates that are applicable to the yield, credit quality and maturity of the loans. The market clearing spreads vary based on mortgage type, weighted average life, rating and liquidity. These are reflected in Level 3. Finally, separate account assets include real estate, for which the fair value is estimated using discounted cash flow valuation models that utilize various public real estate market data inputs. In addition, each property is appraised annually by an independent appraiser. The real estate included in separate account assets is recorded net of related mortgage encumbrances for which the fair value is estimated using discounted cash flow analysis based on our incremental borrowing rate for similar borrowing arrangements. The real estate within the separate accounts is reflected in Level 3.

**Investment Contracts**

Certain annuity contracts and other investment contracts include embedded derivatives that have been bifurcated from the host contract and that are measured at fair value on a recurring basis, which are reflected in Level 3. The key assumptions for calculating the fair value of the embedded derivative liabilities are market assumptions (such as equity market returns, interest rate levels, market volatility and correlations) and policyholder behavior assumptions (such as lapse, mortality, utilization and withdrawal patterns). Risk margins are included in the policyholder behavior assumptions. The

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assumptions are based on a combination of historical data and actuarial judgment. The embedded derivative liabilities are valued using stochastic models that incorporate a spread reflecting our own creditworthiness.

The assumption for our own non-performance risk for investment contracts and any embedded derivatives bifurcated from certain annuity and investment contracts is based on the current market credit spreads for debt-like instruments that we have issued and are available in the market.

**Other Liabilities**

Certain obligations reported in other liabilities include embedded derivatives to deliver underlying securities of structured investments to third parties. The fair value of the embedded derivatives is calculated based on the value of the underlying securities that are valued based on prices obtained from third party pricing vendors as utilized and described in our discussion of how fair value is determined for fixed maturities, which are reflected in Level 2.

Additionally, obligations of consolidated VIEs for which the fair value option was elected are included in other liabilities. The VIEs' obligations are valued utilizing internal pricing models, which are reflected in Level 3.

**Assets and Liabilities Measured at Fair Value on a Recurring Basis**

Assets and liabilities measured at fair value on a recurring basis were as follows:

	June 30, 2016				
	Assets/ (liabilities) measured at fair value	Amount measured at net asset value (5)	Fair value hierarchy level		
			Level 1	Level 2	Level 3
<i>(in millions)</i>					
<b>Assets</b>					
Fixed maturities, available-for-sale:					
U.S. government and agencies	\$ 1,570.4	\$ —	\$ 1,032.3	\$ 538.1	\$ —
Non-U.S. governments	901.8	—	3.1	831.2	67.5
States and political subdivisions	5,472.2	—	—	5,472.2	—
Corporate	34,412.3	—	37.8	34,132.8	241.7
Residential mortgage-backed securities	2,819.7	—	—	2,819.7	—
Commercial mortgage-backed securities	4,330.6	—	—	4,315.1	15.5
Collateralized debt obligations	871.8	—	—	809.0	62.8
Other debt obligations	4,902.5	—	—	4,895.7	6.8
Total fixed maturities, available-for-sale	55,281.3	—	1,073.2	53,813.8	394.3
Fixed maturities, trading	656.9	—	172.9	366.2	117.8
Equity securities, available-for-sale	105.2	—	63.8	38.7	2.7
Equity securities, trading	1,331.1	—	445.9	885.2	—
Derivative assets (1)	1,291.6	—	—	1,230.5	61.1
Other investments (2)	713.3	97.6	408.7	170.9	36.1
Cash equivalents (3)	1,089.9	—	38.8	1,051.1	—
Sub-total excluding separate account assets	60,469.3	97.6	2,203.3	57,556.4	612.0
Separate account assets	134,736.0	—	75,579.6	51,748.1	7,408.3
<b>Total assets</b>	<b>\$ 195,205.3</b>	<b>\$ 97.6</b>	<b>\$ 77,782.9</b>	<b>\$ 109,304.5</b>	<b>\$ 8,020.3</b>
<b>Liabilities</b>					
Investment contracts (4)	\$ (324.3)	\$ —	\$ —	\$ —	\$ (324.3)
Derivative liabilities (1)	(984.8)	—	—	(956.3)	(28.5)
Other liabilities (4)	(286.1)	—	—	(227.5)	(58.6)
<b>Total liabilities</b>	<b>\$ (1,595.2)</b>	<b>\$ —</b>	<b>\$ —</b>	<b>\$ (1,183.8)</b>	<b>\$ (411.4)</b>
<b>Net assets</b>	<b>\$ 193,610.1</b>	<b>\$ 97.6</b>	<b>\$ 77,782.9</b>	<b>\$ 108,120.7</b>	<b>\$ 7,608.9</b>

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	December 31, 2015				
	Assets/ (liabilities) measured at fair value	Amount measured at net asset value (5)	Fair value hierarchy level		
			Level 1 <i>(in millions)</i>	Level 2	Level 3
<b>Assets</b>					
Fixed maturities, available-for-sale:					
U.S. government and agencies	\$ 1,503.5	\$ —	\$ 931.0	\$ 572.5	\$ —
Non-U.S. governments	793.3	—	3.0	711.2	79.1
States and political subdivisions	4,717.1	—	—	4,717.1	—
Corporate	31,140.2	—	38.2	30,878.1	223.9
Residential mortgage-backed securities	2,627.5	—	—	2,627.5	—
Commercial mortgage-backed securities	3,919.8	—	—	3,915.0	4.8
Collateralized debt obligations	667.5	—	—	604.0	63.5
Other debt obligations	4,597.6	—	—	4,590.1	7.5
Total fixed maturities, available-for-sale	49,966.5	—	972.2	48,615.5	378.8
Fixed maturities, trading	686.8	—	199.2	352.1	135.5
Equity securities, available-for-sale	104.5	—	62.2	38.2	4.1
Equity securities, trading	1,202.7	—	413.9	788.8	—
Derivative assets (1)	666.6	—	—	619.4	47.2
Other investments (2)	517.2	69.6	208.1	204.4	35.1
Cash equivalents (3)	1,603.2	—	26.5	1,576.7	—
Sub-total excluding separate account assets	54,747.5	69.6	1,882.1	52,195.1	600.7
Separate account assets	136,978.9	—	72,303.6	57,661.4	7,013.9
<b>Total assets</b>	<u>\$ 191,726.4</u>	<u>\$ 69.6</u>	<u>\$ 74,185.7</u>	<u>\$ 109,856.5</u>	<u>\$ 7,614.6</u>
<b>Liabilities</b>					
Investment contracts (4)	\$ (177.4)	\$ —	\$ —	\$ —	\$ (177.4)
Derivative liabilities (1)	(772.4)	—	—	(721.9)	(50.5)
Other liabilities (4)	(298.4)	—	—	(230.3)	(68.1)
<b>Total liabilities</b>	<u>\$ (1,248.2)</u>	<u>\$ —</u>	<u>\$ —</u>	<u>\$ (952.2)</u>	<u>\$ (296.0)</u>
<b>Net assets</b>	<u>\$ 190,478.2</u>	<u>\$ 69.6</u>	<u>\$ 74,185.7</u>	<u>\$ 108,904.3</u>	<u>\$ 7,318.6</u>

- (1) Within the consolidated statements of financial position, derivative assets are reported with other investments and derivative liabilities are reported with other liabilities. Refer to Note 4, Derivative Financial Instruments, for further information on fair value by class of derivative instruments. Our derivatives are primarily Level 2, with the exception of certain credit default swaps and other swaps that are Level 3.
- (2) Primarily includes sponsored investment funds, other investment funds, equity method investments reported at fair value and commercial mortgage loans of consolidated VIEs.
- (3) Includes money market instruments and short-term investments with a maturity date of three months or less when purchased.
- (4) Includes bifurcated embedded derivatives that are reported at fair value within the same line item in the consolidated statements of financial position in which the host contract is reported. Other liabilities also include obligations of consolidated VIEs reported at fair value.
- (5) Certain investments are measured at fair value using the NAV per share (or its equivalent) practical expedient and have not been classified in the fair value hierarchy. These consist of certain fund interests that are restricted until maturity with unfunded commitments totaling \$35.1 million and \$7.3 million as of June 30, 2016 and December 31, 2015, respectively.

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**Changes in Level 3 Fair Value Measurements**

The reconciliation for all assets and liabilities measured at fair value on a recurring basis using significant unobservable inputs (Level 3) was as follows:

	For the three months ended June 30, 2016						Ending asset/ (liability) balance as of June 30, 2016	Changes in unrealized gains (losses) included in net income relating to positions still held (1)
	Beginning asset/ (liability) balance as of March 31, 2016	Total realized/unrealized gains (losses)		Net purchases, sales, issuances and settlements (3)	Transfers into Level 3	Transfers out of Level 3		
	Included in net income (1)	Included in other comprehensive income						
<i>(in millions)</i>								
<b>Assets</b>								
Fixed maturities, available-for-sale:								
Non-U.S. governments	\$ 97.8	\$ —	\$ —	\$ 2.3	\$ —	\$ (32.6)	\$ 67.5	\$ —
Corporate	222.7	(0.2)	(1.1)	4.6	15.7	—	241.7	(0.2)
Commercial mortgage-backed securities	2.4	—	—	13.1	—	—	15.5	—
Collateralized debt obligations	62.8	—	0.2	(0.2)	—	—	62.8	—
Other debt obligations	7.0	—	0.1	(0.3)	—	—	6.8	—
Total fixed maturities, available-for-sale	392.7	(0.2)	(0.8)	19.5	15.7	(32.6)	394.3	(0.2)
Fixed maturities, trading	135.8	—	—	(18.0)	—	—	117.8	—
Equity securities, available-for-sale	4.1	(1.3)	(0.1)	—	—	—	2.7	(1.4)
Derivative assets	59.1	1.7	—	0.3	—	—	61.1	2.4
Other investments	35.9	0.1	—	0.1	—	—	36.1	0.1
Separate account assets (2)	7,094.5	140.2	—	174.2	0.1	(0.7)	7,408.3	95.9
<b>Liabilities</b>								
Investment contracts	(213.0)	(113.0)	—	1.7	—	—	(324.3)	(114.3)
Derivative liabilities	(36.1)	6.9	—	0.7	—	—	(28.5)	5.1
Other liabilities	(73.1)	(2.9)	—	17.4	—	—	(58.6)	(2.4)



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	For the three months ended June 30, 2015						Ending asset/ (liability) balance as of June 30, 2015	Changes in unrealized gains (losses) included in net income relating to positions still held (1)
	Beginning asset/ (liability) balance as of March 31, 2015	Total realized/unrealized gains (losses)		Net purchases, sales, issuances and settlements (3)	Transfers into Level 3	Transfers out of Level 3		
		Included in net income (1)	Included in other comprehensive income					
<i>(in millions)</i>								
<b>Assets</b>								
Fixed maturities, available-for-sale:								
Non-U.S. governments	\$ 40.6	\$ (0.1)	\$ (0.2)	\$ 5.3	\$ —	\$ —	\$ 45.6	\$ (0.1)
Corporate	237.0	—	(4.6)	7.7	6.7	(19.8)	227.0	(0.1)
Collateralized debt obligations	63.6	(0.1)	—	(0.2)	—	—	63.3	—
Other debt obligations	55.3	—	(0.6)	(3.4)	—	(9.9)	41.4	—
Total fixed maturities, available-for-sale	396.5	(0.2)	(5.4)	9.4	6.7	(29.7)	377.3	(0.2)
Fixed maturities, trading	140.2	(0.5)	—	0.1	—	—	139.8	(0.5)
Equity securities, available-for-sale	4.1	—	—	—	—	—	4.1	—
Derivative assets	60.2	(15.0)	—	(0.1)	—	—	45.1	(15.0)
Other investments	28.6	0.2	—	0.9	—	—	29.7	0.2
Separate account assets (2)	6,030.6	239.2	—	136.3	—	(0.1)	6,406.0	240.8
<b>Liabilities</b>								
Investment contracts	(228.7)	108.6	—	3.1	—	—	(117.0)	107.0
Derivative liabilities	(50.8)	12.9	0.9	—	—	—	(37.0)	12.8
Other liabilities	(65.3)	(2.2)	—	—	—	—	(67.5)	(2.2)

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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	For the six months ended June 30, 2016						Ending asset/ (liability) balance as of June 30, 2016	Changes in unrealized gains (losses) included in net income relating to positions still held (1)
	Beginning asset/ (liability) balance as of December 31, 2015	Total realized/unrealized gains (losses)		Net purchases, sales, issuances and settlements (3)	Transfers into Level 3	Transfers out of Level 3		
<i>(in millions)</i>								
<b>Assets</b>								
Fixed maturities, available-for-sale:								
Non-U.S. governments	\$ 79.1	\$ (0.1)	\$ 2.5	\$ 18.6	\$ —	\$ (32.6)	\$ 67.5	\$ (0.1)
Corporate	223.9	(0.3)	(3.7)	7.8	15.7	(1.7)	241.7	(0.3)
Commercial mortgage-backed securities	4.8	—	—	13.0	—	(2.3)	15.5	—
Collateralized debt obligations	63.5	—	(0.5)	(0.2)	—	—	62.8	—
Other debt obligations	7.5	—	—	(0.7)	—	—	6.8	—
Total fixed maturities, available-for-sale	378.8	(0.4)	(1.7)	38.5	15.7	(36.6)	394.3	(0.4)
Fixed maturities, trading	135.5	0.3	—	(18.0)	—	—	117.8	0.4
Equity securities, available-for-sale	4.1	(1.3)	(0.1)	—	—	—	2.7	(1.4)
Derivative assets	47.2	13.2	—	0.7	—	—	61.1	14.4
Other investments	35.1	0.7	—	0.3	—	—	36.1	0.7
Separate account assets (2)	7,013.9	293.1	(0.1)	101.2	0.9	(0.7)	7,408.3	305.7
<b>Liabilities</b>								
Investment contracts	(177.4)	(151.3)	—	4.4	—	—	(324.3)	(153.4)
Derivative liabilities	(50.5)	20.5	0.5	1.0	—	—	(28.5)	17.3
Other liabilities	(68.1)	(7.9)	—	17.4	—	—	(58.6)	(6.2)

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**Notes to Consolidated Financial Statements – (continued)**  
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	For the six months ended June 30, 2015						Ending asset/ (liability) balance as of June 30, 2015	Changes in unrealized gains (losses) included in net income relating to positions still held (1)
	Beginning asset/ (liability) balance as of December 31, 2014	Total realized/unrealized gains (losses)		Net purchases, sales, issuances and settlements (3)	Transfers into Level 3	Transfers out of Level 3		
		Included in net income (1)	Included in other comprehensive income					
<i>(in millions)</i>								
<b>Assets</b>								
Fixed maturities, available-for-sale:								
Non-U.S. governments	\$ 38.7	\$ (0.1)	\$ 0.1	\$ 6.9	\$ —	\$ —	\$ 45.6	\$ (0.1)
Corporate	245.6	(0.1)	(0.9)	23.7	26.2	(67.5)	227.0	(0.2)
Collateralized debt obligations	64.2	—	(0.1)	(0.8)	—	—	63.3	—
Other debt obligations	63.7	—	(0.1)	2.1	—	(24.3)	41.4	—
Total fixed maturities, available-for-sale	412.2	(0.2)	(1.0)	31.9	26.2	(91.8)	377.3	(0.3)
Fixed maturities, trading	139.7	0.2	—	(0.1)	—	—	139.8	0.1
Equity securities, available-for-sale	4.1	—	—	—	—	—	4.1	—
Derivative assets	53.7	(11.0)	—	2.4	—	—	45.1	(10.8)
Other investments	127.2	4.0	—	(66.5)	—	(35.0)	29.7	4.0
Separate account assets (2)	5,891.4	454.9	—	59.7	0.1	(0.1)	6,406.0	439.6
<b>Liabilities</b>								
Investment contracts	(176.4)	57.6	—	1.8	—	—	(117.0)	54.9
Derivative liabilities	(35.5)	(2.9)	1.2	0.2	—	—	(37.0)	(3.0)
Other liabilities	(66.3)	(1.2)	—	—	—	—	(67.5)	(1.3)

- (1) Both realized gains (losses) and mark-to-market unrealized gains (losses) are generally reported in net realized capital gains (losses) within the consolidated statements of operations. Realized and unrealized gains (losses) on certain fixed maturities, trading and certain derivatives used in relation to certain trading portfolios are reported in net investment income within the consolidated statements of operations.
- (2) Gains and losses for separate account assets do not impact net income as the change in value of separate account assets is offset by a change in value of separate account liabilities. Foreign currency translation adjustments related to the Principal International segment separate account assets are recorded in AOCI and are offset by foreign currency translation adjustments of the corresponding separate account liabilities.
- (3) Gross purchases, sales, issuances and settlements were:

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	For the three months ended June 30, 2016				
	Purchases	Sales	Issuances	Settlements	Net purchases, sales, issuances and settlements
	<i>(in millions)</i>				
<b>Assets</b>					
Fixed maturities, available-for-sale:					
Non-U.S. governments	\$ 2.6	\$ —	\$ —	\$ (0.3)	\$ 2.3
Corporate	7.9	—	—	(3.3)	4.6
Commercial mortgage-backed securities	13.7	—	—	(0.6)	13.1
Collateralized debt obligations	—	—	—	(0.2)	(0.2)
Other debt obligations	—	—	—	(0.3)	(0.3)
Total fixed maturities, available-for-sale	<u>24.2</u>	<u>—</u>	<u>—</u>	<u>(4.7)</u>	<u>19.5</u>
Fixed maturities, trading	—	(18.0)	—	—	(18.0)
Derivative assets	—	0.3	—	—	0.3
Other investments	0.1	—	—	—	0.1
Separate account assets (4)	233.9	(5.4)	(47.2)	(7.1)	174.2
<b>Liabilities</b>					
Investment contracts	—	—	—	1.7	1.7
Derivative liabilities	—	0.7	—	—	0.7
Other liabilities	—	17.4	—	—	17.4
For the three months ended June 30, 2015					
	Purchases	Sales	Issuances	Settlements	Net purchases, sales, issuances and settlements
	<i>(in millions)</i>				
<b>Assets</b>					
Fixed maturities, available-for-sale:					
Non-U.S. governments	\$ 5.6	\$ —	\$ —	\$ (0.3)	\$ 5.3
Corporate	14.5	(2.1)	—	(4.7)	7.7
Collateralized debt obligations	—	—	—	(0.2)	(0.2)
Other debt obligations	—	—	—	(3.4)	(3.4)
Total fixed maturities, available-for-sale	<u>20.1</u>	<u>(2.1)</u>	<u>—</u>	<u>(8.6)</u>	<u>9.4</u>
Fixed maturities, trading	—	—	—	0.1	0.1
Derivative assets	—	(0.1)	—	—	(0.1)
Other investments	0.9	—	—	—	0.9
Separate account assets (4)	221.8	5.3	(96.5)	5.7	136.3
<b>Liabilities</b>					
Investment contracts	—	—	0.8	2.3	3.1

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	For the six months ended June 30, 2016				Net purchases, sales, issuances and settlements
	Purchases	Sales	Issuances	Settlements	
	<i>(in millions)</i>				
<b>Assets</b>					
Fixed maturities, available-for-sale:					
Non-U.S. governments	\$ 19.3	\$ —	\$ —	\$ (0.7)	\$ 18.6
Corporate	31.8	(9.3)	—	(14.7)	7.8
Commercial mortgage-backed securities	13.7	—	—	(0.7)	13.0
Collateralized debt obligations	—	—	—	(0.2)	(0.2)
Other debt obligations	—	—	—	(0.7)	(0.7)
Total fixed maturities, available-for-sale	<u>64.8</u>	<u>(9.3)</u>	<u>—</u>	<u>(17.0)</u>	<u>38.5</u>
Fixed maturities, trading	—	(18.0)	—	—	(18.0)
Derivative assets	—	0.7	—	—	0.7
Other investments	0.3	—	—	—	0.3
Separate account assets (4)	290.1	(66.1)	(140.0)	17.2	101.2
<b>Liabilities</b>					
Investment contracts	—	—	1.1	3.3	4.4
Derivative liabilities	—	1.0	—	—	1.0
Other liabilities	—	17.4	—	—	17.4
For the six months ended June 30, 2015					
	Purchases	Sales	Issuances	Settlements	Net purchases, sales, issuances and settlements
	<i>(in millions)</i>				
<b>Assets</b>					
Fixed maturities, available-for-sale:					
Non-U.S. governments	\$ 7.5	\$ —	\$ —	\$ (0.6)	\$ 6.9
Corporate	41.6	(5.7)	—	(12.2)	23.7
Collateralized debt obligations	—	—	—	(0.8)	(0.8)
Other debt obligations	10.1	—	—	(8.0)	2.1
Total fixed maturities, available-for-sale	<u>59.2</u>	<u>(5.7)</u>	<u>—</u>	<u>(21.6)</u>	<u>31.9</u>
Fixed maturities, trading	—	(0.2)	—	0.1	(0.1)
Derivative assets	2.5	(0.1)	—	—	2.4
Other investments	1.2	(67.7)	—	—	(66.5)
Separate account assets (4)	361.0	(159.4)	(145.8)	3.9	59.7
<b>Liabilities</b>					
Investment contracts	—	—	(2.3)	4.1	1.8
Derivative liabilities	—	0.2	—	—	0.2

(4) Issuances and settlements include amounts related to mortgage encumbrances associated with real estate in our separate accounts.

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**Transfers**

Transfers of assets and liabilities measured at fair value on a recurring basis between fair value hierarchy levels were as follows:

	<b>For the three months ended June 30, 2016</b>					
	<b>Transfers out of Level 1 into Level 2</b>	<b>Transfers out of Level 1 into Level 3</b>	<b>Transfers out of Level 2 into Level 1</b>	<b>Transfers out of Level 2 into Level 3</b>	<b>Transfers out of Level 3 into Level 1</b>	<b>Transfers out of Level 3 into Level 2</b>
	<i>(in millions)</i>					
<b>Assets</b>						
Fixed maturities, available-for-sale:						
Non-U.S. governments	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 32.6
Corporate	—	—	—	15.7	—	—
Total fixed maturities, available-for-sale	—	—	—	15.7	—	32.6
Separate account assets	0.2	—	0.2	0.1	—	0.7

	<b>For the three months ended June 30, 2015</b>					
	<b>Transfers out of Level 1 into Level 2</b>	<b>Transfers out of Level 1 into Level 3</b>	<b>Transfers out of Level 2 into Level 1</b>	<b>Transfers out of Level 2 into Level 3</b>	<b>Transfers out of Level 3 into Level 1</b>	<b>Transfers out of Level 3 into Level 2</b>
	<i>(in millions)</i>					
<b>Assets</b>						
Fixed maturities, available-for-sale:						
Corporate	\$ —	\$ —	\$ —	\$ 6.7	\$ —	\$ 19.8
Other debt obligations	—	—	—	—	—	9.9
Total fixed maturities, available-for-sale	—	—	—	6.7	—	29.7
Separate account assets	0.9	—	6.2	—	—	0.1

	<b>For the six months ended June 30, 2016</b>					
	<b>Transfers out of Level 1 into Level 2</b>	<b>Transfers out of Level 1 into Level 3</b>	<b>Transfers out of Level 2 into Level 1</b>	<b>Transfers out of Level 2 into Level 3</b>	<b>Transfers out of Level 3 into Level 1</b>	<b>Transfers out of Level 3 into Level 2</b>
	<i>(in millions)</i>					
<b>Assets</b>						
Fixed maturities, available-for-sale:						
Non-U.S. governments	\$ —	\$ —	\$ —	\$ —	\$ —	\$ 32.6
Corporate	—	—	—	15.7	—	1.7
Commercial mortgage-backed securities	—	—	—	—	—	2.3
Total fixed maturities, available-for-sale	—	—	—	15.7	—	36.6
Separate account assets	26.4	—	4.7	0.9	—	0.7

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**June 30, 2016**  
**(Unaudited)**

	For the six months ended June 30, 2015					
	Transfers out of Level 1 into Level 2	Transfers out of Level 1 into Level 3	Transfers out of Level 2 into Level 1	Transfers out of Level 2 into Level 3	Transfers out of Level 3 into Level 1	Transfers out of Level 3 into Level 2
	<i>(in millions)</i>					
<b>Assets</b>						
Fixed maturities, available-for-sale:						
Corporate	\$ —	\$ —	\$ —	\$ 26.2	\$ —	\$ 67.5
Other debt obligations	—	—	—	—	—	24.3
Total fixed maturities, available-for-sale	—	—	—	26.2	—	91.8
Other investments	—	—	—	—	—	35.0
Separate account assets	2.0	—	6.8	0.1	—	0.1

Transfers between fair value hierarchy levels are recognized at the beginning of the reporting period.

Separate account assets transferred between Level 1 and Level 2 during the six months ended June 30, 2016, primarily related to foreign equity securities. When these securities are valued at the close price of the local exchange where the assets traded, they are reflected in Level 1. When events materially affecting the value occur between the close of the local exchange and the New York Stock Exchange, we use adjusted prices determined by a third party pricing vendor to update the foreign market closing prices and the fair value is reflected in Level 2.

Assets transferred into Level 3 during the three and six months ended June 30, 2016 and 2015, primarily included those assets for which we are now unable to obtain pricing from a recognized third party pricing vendor as well as assets that were previously priced using a matrix valuation approach that may no longer be relevant when applied to asset-specific situations.

Assets transferred out of Level 3 during the three and six months ended June 30, 2016 and 2015, included those for which we are now able to obtain pricing from a recognized third party pricing vendor or from internal models using substantially all market observable information. In addition, for the six months ended June 30, 2015, assets transferred out of Level 3 included assets valued using the measurement alternative for CCFEs for which the corresponding liabilities have the more observable fair value and are reflected in Level 2.

**Quantitative Information about Level 3 Fair Value Measurements**

The following table provides quantitative information about the significant unobservable inputs used for recurring fair value measurements categorized within Level 3, excluding assets and liabilities for which significant quantitative unobservable inputs are not developed internally, which primarily consists of those valued using broker quotes or the measurement alternative for CCFEs. Refer to “Assets and liabilities measured at fair value on a recurring basis” for a complete valuation hierarchy summary.

June 30, 2016					
Assets / (liabilities) measured at fair value	Valuation technique(s)	Unobservable input description	Input/range of inputs	Weighted average	
<i>(in millions)</i>					
<b>Assets</b>					
Fixed maturities, available-for-sale:					
Non-U.S. governments	\$ 8.4	Discounted cash flow	Discount rate (1)	1.5%	
			Illiquidity premium	50 basis points ("bps")	50bps
			Comparability adjustment	(25)bps	(25)bps

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

June 30, 2016					
Assets / (liabilities) measured at fair value <i>(in millions)</i>	Valuation technique(s)	Unobservable input description	Input/range of inputs	Weighted average	
Corporate	49.2	Discounted cash flow	Discount rate (1)	1.2%-7.5%	3.5%
			Illiquidity premium	0bps-60bps	29bps
			Comparability adjustment	0bps-20bps	6bps
Collateralized debt obligations	3.0	Discounted cash flow	Discount rate (1)	8.5%	8.5%
			Probability of default	100.0%	100.0%
			Potential loss severity	55.9%	55.9%
Other debt obligations	6.8	Discounted cash flow	Discount rate (1)	5.0%	5.0%
			Illiquidity premium	750bps	750bps
Fixed maturities, trading	10.5	Discounted cash flow	Discount rate (1)	1.9%-2.9%	2.0%
			Illiquidity premium	0bps-300bps	240bps
Other investments	36.1	Discounted cash flow - equity method real estate investments	Discount rate (1)	7.8%	7.8%
			Terminal capitalization rate	6.8%	6.8%
			Average market rent growth rate	3.0%	3.0%
		Discounted cash flow - equity method real estate investments - debt	Loan to value	52.0%	52.0%
			Credit spread rate	2.1%	2.1%



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

June 30, 2016					
Assets / (liabilities) measured at fair value <i>(in millions)</i>	Valuation technique(s)	Unobservable input description	Input/range of inputs	Weighted average	
Separate account assets	7,288.0	Discounted cash flow - mortgage loans	Discount rate (1)	1.1%-7.4%	3.5%
			Illiquidity premium	0bps-60bps	10bps
			Credit spread rate	76bps-699bps	233bps
	Discounted cash flow - real estate	Discounted cash flow - real estate	Discount rate (1)	5.8%-19.1%	7.2%
			Terminal capitalization rate	4.3%-9.3%	6.2%
			Average market rent growth rate	1.9%-4.4%	3.0%
	Discounted cash flow - real estate debt	Discounted cash flow - real estate debt	Loan to value	2.3%-71.1%	46.8%
			Credit spread rate	2.3%-4.2%	3.3%

**Liabilities**

Investment contracts	(324.3)	Discounted cash flow	Long duration interest rate	1.8% (2)	
			Long-term equity market volatility	14.9%-44.7%	
			Non-performance risk	0.5%-2.1%	
			Utilization rate	See note (3)	
			Lapse rate	0.5%-14.1%	
			Mortality rate	See note (4)	

December 31, 2015

Assets / (liabilities) measured at fair value <i>(in millions)</i>	Valuation technique(s)	Unobservable input description	Input/range of inputs	Weighted average	
<b>Assets</b>					
Fixed maturities, available-for-sale:					
Non-U.S. governments	\$ 8.9	Discounted cash flow	Discount rate (1)	2.2%	2.2%
			Illiquidity premium	50 bps	50bps
Corporate	43.2	Discounted cash flow	Discount rate (1)	0.0%-7.5%	5.1%
			Comparability adjustment	(4)bps-7bps	0bps
			Illiquidity premium	0bps-60bps	33bps

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

December 31, 2015						
Assets / (liabilities) measured at fair value <i>(in millions)</i>	Valuation technique(s)	Unobservable input description	Input/range of inputs	Weighted average		
Collateralized debt obligations	3.1	Discounted cash flow	Discount rate (1)	28.0%	28.0%	
			Probability of default	100.0%	100.0%	
			Potential loss severity	67.0%	67.0%	
Other debt obligations	7.5	Discounted cash flow	Discount rate (1)	5.0%	5.0%	
			Illiquidity premium	750bps	750bps	
Fixed maturities, trading	10.5	Discounted cash flow	Discount rate (1)	1.1%-2.7%	2.6%	
			Illiquidity premium	0bps-300bps	240bps	
Other investments	35.1	Discounted cash flow - equity method real estate investments	Discount rate (1)	7.8%	7.8%	
			Terminal capitalization rate	6.8%	6.8%	
			Average market rent growth rate	3.2%	3.2%	
		Discounted cash flow - equity method real estate investments - debt	Loan to value	52.3%	52.3%	
			Credit spread rate	2.3%	2.3%	
Separate account assets	6,881.8	Discounted cash flow - mortgage loans	Discount rate (1)	1.4%-8.2%	3.9%	
			Illiquidity premium	0bps-60bps	7bps	
			Credit spread rate	81bps-750bps	241bps	
		Discounted cash flow - real estate	Discount rate (1)	5.3%-16.4%	7.2%	
			Terminal capitalization rate	4.3%-9.8%	6.2%	
			Average market rent growth rate	2.0%-4.3%	3.0%	
		Discounted cash flow - real estate debt		Loan to value	7.8%-63.1%	47.4%
				Credit spread rate	1.4%-4.6%	2.2%



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Assets and Liabilities Measured at Fair Value on a Nonrecurring Basis**

Certain assets are measured at fair value on a nonrecurring basis. During the six months ended June 30, 2016, certain mortgage loans had been marked to fair value of \$0.7 million. The net impact of write-downs of loans reclassified to held-for-sale, impairments and improvements in estimated fair value of previously impaired loans resulted in a net loss of \$0.0 million and \$0.1 million for the three and six months ended June 30, 2016, respectively, that was recorded in net realized capital gains (losses) as part of the mortgage loan valuation allowance. This includes the impact of certain loans no longer on our books. These collateral-dependent mortgage loans are a Level 3 fair value measurement, as fair value is based on the fair value of the underlying real estate collateral, which is estimated using appraised values that involve significant unobservable inputs.

During the six months ended June 30, 2015, certain mortgage loans had been marked to fair value of \$13.8 million. The net impact of write-downs of loans reclassified to held-for-sale, impairments and improvements in estimated fair value of previously impaired loans resulted in a net loss of \$1.9 million and \$1.8 million for the three and six months ended June 30, 2015, respectively, that was recorded in net realized capital gains (losses) as part of the mortgage loan valuation allowance. This includes the impact of certain loans no longer on our books. These collateral-dependent mortgage loans are a Level 3 fair value measurement, as fair value is based on the fair value of the underlying real estate collateral, which is estimated using appraised values that involve significant unobservable inputs.

**Fair Value Option**

We elected fair value accounting for certain assets and liabilities of consolidated VIEs for which it was not practicable for us to determine the carrying value. The fair value option was elected for commercial mortgage loans reported with other investments and obligations reported with other liabilities in the consolidated statements of financial position. The changes in fair value of these items are reported in net realized capital gains (losses) on the consolidated statements of operations.

The fair value and aggregate contractual principal amounts of commercial mortgage loans for which the fair value option has been elected were \$15.0 million and \$14.7 million as of June 30, 2016, and \$18.3 million and \$17.8 million as of December 31, 2015, respectively. The change in fair value of the loans resulted in a \$0.1 million and \$0.1 million pre-tax loss for the three months ended June 30, 2016 and 2015, respectively, and a \$0.3 million and \$2.1 million pre-tax loss for the six months ended June 30, 2016 and 2015, respectively, none of which related to instrument-specific credit risk. None of these loans were more than 90 days past due or in nonaccrual status. Interest income on these commercial mortgage loans is included in net investment income on the consolidated statements of operations and is recorded based on the effective interest rates as determined at the closing of the loan. Interest income recorded on these commercial mortgage loans was \$0.3 million and \$0.9 million for the three months ended June 30, 2016 and 2015, respectively, and \$0.6 million and \$1.5 million for the six months ended June 30, 2016 and 2015, respectively.

The fair value and aggregate unpaid principal amounts of obligations for which the fair value option has been elected were \$58.6 million and \$60.0 million as of June 30, 2016, and \$68.1 million and \$78.0 million as of December 31, 2015, respectively. For the three months ended June 30, 2016 and 2015, the change in fair value of the obligations resulted in a pre-tax loss of \$3.5 million and \$2.9 million, which includes a pre-tax loss of \$3.5 million and \$2.2 million related to instrument-specific credit risk that is estimated based on credit spreads and quality ratings, respectively. For the six months ended June 30, 2016 and 2015, the change in fair value of the obligations resulted in a pre-tax loss of \$8.5 million and \$0.2 million, which includes a pre-tax loss of \$8.5 million and \$1.3 million related to instrument-specific credit risk that is estimated based on credit spreads and quality ratings, respectively. Interest expense recorded on these obligations is included in operating expenses on the consolidated statements of operations and was \$0.2 million and \$0.5 million for the three months ended June 30, 2016 and 2015, respectively, and \$0.5 million and \$0.5 million for the six months ended June 30, 2016 and 2015, respectively.

We invest in real estate ventures for the purpose of earning investment returns and for capital appreciation. We elected the fair value option for certain ventures that are subject to the equity method of accounting because the nature of the investments is to add value to the properties and generate income from the operations of the properties. Other equity method real estate investments are not fair valued because the investments mainly generate income from the operations of the underlying properties. These investments are reported with other investments in the consolidated statements of financial position. The changes in fair value are reported in net investment income on the consolidated statements of operations. The



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

***Mortgage Loans***

Fair values of commercial and residential mortgage loans are primarily determined by discounting the expected cash flows at current treasury rates plus an applicable risk spread, which reflects credit quality and maturity of the loans. The risk spread is based on market clearing levels for loans with comparable credit quality, maturities and risk. The fair value of mortgage loans may also be based on the fair value of the underlying real estate collateral less cost to sell, which is estimated using appraised values. These are reflected in Level 3.

***Policy Loans***

Fair values of policy loans are estimated by discounting expected cash flows using a risk-free rate based on the Treasury curve. The expected cash flows reflect an estimate of timing of the repayment of the loans. These are reflected in Level 3.

***Other Investments***

The fair value of commercial loans and certain consumer loans included in other investments is calculated by discounting expected cash flows through the estimated maturity date using market interest rates that reflect the credit and interest rate risk inherent in the loans. The estimate of term to maturity is based on historical experience, adjusted as required, for current economic and lending conditions. The effect of nonperforming loans is considered in assessing the credit risk inherent in the fair value estimate. These are reflected in Level 3. The fair value of certain tax credit investments are estimated by discounting expected future tax benefits using estimated investment return rates. These are reflected in Level 3. The carrying value of the remaining investments reported in this line item approximate their fair value. These are reflected in Level 2.

***Cash and Cash Equivalents***

Certain cash equivalents not reported at fair value include short-term investments with maturities of three months or less for which public quotations are not available to use in determining fair value. Because of the highly liquid nature of these assets, carrying amounts are used to approximate fair value, which are reflected in Level 2. The carrying amount of the remaining cash approximates its fair value, which is reflected in Level 1 given the nature of cash.

***Investment Contracts***

The fair values of our reserves and liabilities for investment contracts are determined via a third party pricing vendor or using discounted cash flow analyses when we are unable to find a price from third party pricing vendors. Third party pricing on various outstanding medium-term notes and funding agreements is based on observable inputs such as benchmark yields and spreads based on reported trades for our medium-term notes and funding agreement issuances. These are reflected in Level 2. The discounted cash flow analyses for the remaining contracts is based on current interest rates, including non-performance risk, being offered for similar contracts with maturities consistent with those remaining for the investment contracts being valued. These are reflected in Level 3. Investment contracts include insurance, annuity and other policy contracts that do not involve significant mortality or morbidity risk and are only a portion of the policyholder liabilities appearing in the consolidated statements of financial position. Insurance contracts include insurance, annuity and other policy contracts that do involve significant mortality or morbidity risk. The fair values for our insurance contracts, other than investment contracts, are not required to be disclosed.

***Short-Term Debt***

The carrying amount of short-term debt approximates its fair value because of the relatively short time between origination of the debt instrument and its maturity, which is reflected in Level 2.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

***Long-Term Debt***

Long-term debt primarily includes senior note issuances for which the fair values are determined using inputs that are observable in the market or that can be derived from or corroborated with observable market data. These are reflected in Level 2. Additionally, our long-term debt includes non-recourse mortgages and notes payable that are primarily financings for real estate developments for which the fair values are estimated using discounted cash flow analysis based on our incremental borrowing rate for similar borrowing arrangements. These are reflected in Level 3.

***Separate Account Liabilities***

Fair values of separate account liabilities, excluding insurance-related elements, are estimated based on market assumptions around what a potential acquirer would pay for the associated block of business, including both the separate account assets and liabilities. As the applicable separate account assets are already reflected at fair value, any adjustment to the fair value of the block is an assumed adjustment to the separate account liabilities. To compute fair value, the separate account liabilities are originally set to equal separate account assets because these are pass-through contracts. The separate account liabilities are reduced by the amount of future fees expected to be collected that are intended to offset upfront acquisition costs already incurred that a potential acquirer would not have to pay. The estimated future fees are adjusted by an adverse deviation discount and the amount is then discounted at a risk-free rate as measured by the yield on Treasury securities at maturities aligned with the estimated timing of fee collection. These are reflected in Level 3.

***Bank Deposits***

The fair value of deposits of our Principal Bank subsidiary with no stated maturity is equal to the amount payable on demand (i.e., their carrying amounts). These are reflected in Level 1. The fair value of certificates of deposit is based on the discounted value of contractual cash flows. The discount is estimated using the rates currently offered for deposits of similar remaining maturities. These are reflected in Level 2.

***Cash Collateral Payable***

The carrying amount of the payable associated with our obligation to return the cash collateral received under derivative credit support annex (collateral) agreements approximates its fair value, which is reflected in Level 1.

**11. Segment Information**

We provide financial products and services through the following segments: Retirement and Income Solutions, Principal Global Investors, Principal International and U.S. Insurance Solutions. In addition, we have a Corporate segment. The segments are managed and reported separately because they provide different products and services, have different strategies or have different markets and distribution channels.

The Retirement and Income Solutions segment provides retirement and related financial products and services primarily to businesses, their employees and other individuals.

The Principal Global Investors segment provides asset management services to our asset accumulation business, our insurance operations, the Corporate segment and third party clients. This segment also includes our mutual fund business.

The Principal International segment has operations in Brazil, Chile, China, Hong Kong Special Administrative Region, India, Mexico and Southeast Asia. We focus on countries with large middle classes, favorable demographics and growing long-term savings, ideally with voluntary or mandatory pension markets. We entered these countries through acquisitions, start-up operations and joint ventures.

The U.S. Insurance Solutions segment provides specialty benefits insurance, which consists of group dental and vision insurance, individual and group disability insurance, group life insurance and non-medical fee-for-service claims administration, and individual life insurance throughout the United States.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

The Corporate segment manages the assets representing capital that has not been allocated to any other segment. Financial results of the Corporate segment primarily reflect our financing activities (including interest expense and preferred stock dividends), income on capital not allocated to other segments, inter-segment eliminations, income tax risks and certain income, expenses and other adjustments not allocated to the segments based on the nature of such items. Results of Principal Securities, Inc. (formerly known as Princor Financial Services Corporation), our retail broker-dealer and registered investment advisor, and our exited group medical insurance business are reported in this segment.

Management uses segment pre-tax operating earnings in evaluating performance, which is consistent with the financial results provided to and discussed with securities analysts. We determine segment pre-tax operating earnings by adjusting U.S. GAAP income before income taxes for pre-tax net realized capital gains (losses), as adjusted, pre-tax other adjustments that management believes are not indicative of overall operating trends and certain adjustments related to equity method investments and noncontrolling interest. Pre-tax net realized capital gains (losses), as adjusted, are net of related changes in the amortization pattern of DAC and related actuarial balances, recognition of deferred front-end fee revenues for sales charges on retirement and life insurance products and services, amortization of hedge accounting book value adjustments for certain discontinued hedges, net realized capital gains and losses distributed, certain adjustments related to equity method investments, certain adjustments related to sponsored investment funds and certain market value adjustments to fee revenues. Pre-tax net realized capital gains (losses), as adjusted, exclude periodic settlements and accruals on derivative instruments not designated as hedging instruments and exclude certain market value adjustments of embedded derivatives and realized capital gains (losses) associated with our exited group medical insurance business. Segment operating revenues exclude net realized capital gains (losses) (except periodic settlements and accruals on derivatives not designated as hedging instruments), including their impact on recognition of front-end fee revenues, certain market value adjustments to fee revenues, certain adjustments related to equity method investments, certain adjustments related to sponsored investment funds and amortization of hedge accounting book value adjustments for certain discontinued hedges; certain adjustments related to equity method investments, pre-tax other adjustments management believes are not indicative of overall operating trends and revenue from our exited group medical insurance business. While these items may be significant components in understanding and assessing the consolidated financial performance, management believes the presentation of segment pre-tax operating earnings enhances the understanding of our results of operations by highlighting pre-tax earnings attributable to the normal, ongoing operations of the business.

The accounting policies of the segments are consistent with the accounting policies for the consolidated financial statements, with the exception of: (1) pension and other postretirement employee benefit cost allocations and (2) income tax allocations. For purposes of determining operating earnings, the segments are allocated the service component of pension and other postretirement benefit costs. The Corporate segment reflects the non-service components of pension and other postretirement benefit costs as assumptions are established and funding decisions are managed from a company-wide perspective. The Corporate segment functions to absorb the risk inherent in interpreting and applying tax law. For purposes of determining operating earnings, the segments are allocated tax adjustments consistent with the positions we took on tax returns. The Corporate segment results reflect any differences between the tax returns and the estimated resolution of any disputes.

The following tables summarize select financial information by segment, including operating revenues for our products and services, and reconcile segment totals to those reported in the consolidated financial statements:

	<b>June 30, 2016</b>	<b>December 31, 2015</b>
	<i>(in millions)</i>	
<b>Assets:</b>		
Retirement and Income Solutions	\$ 148,097.3	\$ 139,678.5
Principal Global Investors	1,853.4	1,880.4
Principal International	45,249.2	50,588.6
U.S. Insurance Solutions	23,101.3	22,156.9
Corporate	4,773.0	4,355.9
Total consolidated assets	<u>\$ 223,074.2</u>	<u>\$ 218,660.3</u>



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

	For the three months ended		For the six months ended	
	June 30,		June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
<b>Operating revenues by segment:</b>				
Retirement and Income Solutions:				
Retirement and Income Solutions – Fee	\$ 428.8	\$ 454.3	\$ 842.1	\$ 892.0
Retirement and Income Solutions – Spread	1,045.8	1,450.9	2,096.5	2,137.7
Total Retirement and Income Solutions (1)	<u>1,474.6</u>	<u>1,905.2</u>	<u>2,938.6</u>	<u>3,029.7</u>
Principal Global Investors (2)	351.3	337.8	660.8	666.7
Principal International	318.7	328.3	605.3	579.1
U.S. Insurance Solutions:				
Specialty benefits insurance	498.2	464.7	981.1	931.0
Individual life insurance	409.9	393.2	817.9	788.6
Eliminations	(0.1)	(0.1)	(0.1)	(0.1)
Total U.S. Insurance Solutions	<u>908.0</u>	<u>857.8</u>	<u>1,798.9</u>	<u>1,719.5</u>
Corporate	(17.5)	(9.0)	(30.6)	(15.7)
Total segment operating revenues	<u>3,035.1</u>	<u>3,420.1</u>	<u>5,973.0</u>	<u>5,979.3</u>
Net realized capital gains (losses), net of related revenue adjustments	7.5	(141.3)	121.1	(95.7)
Certain adjustments related to equity method investments	(16.9)	(13.3)	(31.8)	(27.9)
Other income on a tax indemnification	—	(6.7)	—	60.2
Exited group medical insurance business	—	0.4	—	0.6
Total revenues per consolidated statements of operations	<u>\$ 3,025.7</u>	<u>\$ 3,259.2</u>	<u>\$ 6,062.3</u>	<u>\$ 5,916.5</u>
<b>Pre-tax operating earnings (losses) by segment:</b>				
Retirement and Income Solutions	\$ 194.7	\$ 216.9	\$ 376.1	\$ 419.8
Principal Global Investors	117.5	98.5	197.2	191.1
Principal International	69.9	72.2	137.9	153.0
U.S. Insurance Solutions	103.6	88.1	184.1	170.0
Corporate	(54.5)	(46.2)	(107.8)	(83.5)
Total segment pre-tax operating earnings	<u>431.2</u>	<u>429.5</u>	<u>787.5</u>	<u>850.4</u>
Pre-tax net realized capital gains (losses), as adjusted (3)	(16.0)	(128.0)	80.8	(94.5)
Pre-tax other adjustments (4)	—	(1.8)	—	14.8
Certain adjustments related to equity method investments and noncontrolling interest	(15.3)	(5.2)	(28.6)	(18.1)
Income before income taxes per consolidated statements of operations	<u>\$ 399.9</u>	<u>\$ 294.5</u>	<u>\$ 839.7</u>	<u>\$ 752.6</u>

- (1) Reflects inter-segment revenues of \$92.6 million and \$112.8 million for the three months ended June 30, 2016 and 2015, respectively, \$181.8 million and \$218.0 million for the six months December 31, 2016 and 2015, respectively.
- (2) Reflects inter-segment revenues of \$57.0 million and \$53.5 million for the three months ended June 30, 2016 and 2015, respectively, \$111.3 million and \$113.9 million for the six months December 31, 2016 and 2015, respectively.
- (3) Pre-tax net realized capital gains (losses), as adjusted, is derived as follows:

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

	For the three months ended June 30,		For the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in millions)</i>			
<b>Net realized capital gains (losses):</b>				
Net realized capital gains (losses)	\$ 33.7	\$ (114.6)	\$ 170.3	\$ (48.4)
Certain derivative and hedging-related adjustments	(26.0)	(26.4)	(50.3)	(46.1)
Certain adjustments related to equity method investments	(0.5)	—	(0.2)	—
Certain market value adjustments to fee revenues	(1.6)	—	(2.3)	(1.1)
Certain adjustments related to sponsored investment funds	1.9	—	3.3	—
Recognition of front-end fee (revenue) expense	—	(0.3)	0.3	(0.1)
Net realized capital gains (losses), net of related revenue adjustments	7.5	(141.3)	121.1	(95.7)
Amortization of deferred acquisition costs and other actuarial balances	(7.2)	16.2	(53.5)	0.2
Capital (gains) losses distributed	(17.1)	(2.9)	10.0	1.9
Certain market value adjustments of embedded derivatives	0.8	—	3.2	(0.9)
Pre-tax net realized capital gains (losses), as adjusted (a)	<u>\$ (16.0)</u>	<u>\$ (128.0)</u>	<u>\$ 80.8</u>	<u>\$ (94.5)</u>

(a) As adjusted before noncontrolling interest capital gains (losses) and net realized capital gains (losses) associated with exited group medical insurance business.

(4) For the three months ended June 30, 2015, pre-tax other adjustments included the negative effect of the impact of a court ruling on some uncertain tax positions.

For the six months ended June 30, 2015, pre-tax other adjustments included the positive effect of the impact of a court ruling on some uncertain tax positions (\$15.1 million) and the negative effect of losses associated with our exited group medical insurance business that did not qualify for discontinued operations accounting treatment under U.S. GAAP (\$0.3 million).

**12. Stock-Based Compensation Plans**

As of June 30, 2016, we had the 2014 Stock Incentive Plan, the Employee Stock Purchase Plan, the 2014 Directors Stock Plan, the Long-Term Performance Plan, the Amended and Restated 2010 Stock Incentive Plan, the 2005 Directors Stock Plan, the Stock Incentive Plan and the Directors Stock Plan (“Stock Based Compensation Plans”). As of May 20, 2014, no new grants will be made under the Amended and Restated 2010 Stock Incentive Plan or the 2005 Directors Stock Plan. No grants have been made under the Stock Incentive Plan, the Directors Stock Plan or the Long-Term Performance Plan since at least 2005. Under the terms of the 2014 Stock Incentive Plan, grants may be nonqualified stock options, incentive stock options qualifying under Section 422 of the Internal Revenue Code, restricted stock, restricted stock units, stock appreciation rights, performance shares, performance units or other stock-based awards. The 2014 Directors Stock Plan provides for the grant of nonqualified stock options, restricted stock, restricted stock units or other stock-based awards to our nonemployee directors. To date, we have not granted any incentive stock options, restricted stock or performance units under any plans.

As of June 30, 2016, the maximum number of new shares of common stock that were available for grant under the 2014 Stock Incentive Plan and the 2014 Directors Stock Plan was 9.9 million.

For awards with graded vesting, we use an accelerated expense attribution method. The compensation cost that was charged against income for stock-based awards granted under the Stock-Based Compensation Plans was as follows:

	For the six months ended June 30,	
	2016	2015
	<i>(in millions)</i>	
Compensation cost	\$ 34.5	\$ 36.1
Related income tax benefit	10.7	11.5
Capitalized as part of an asset	1.3	1.3

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
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**Nonqualified Stock Options**

Nonqualified stock options were granted to certain employees under the 2014 Stock Incentive Plan. Total options granted were 1.1 million for the six months ended June 30, 2016. The fair value of stock options is estimated using the Black-Scholes option pricing model. The following is a summary of the assumptions used in this model for the stock options granted during the period:

	<u>For the six months ended</u> <u>June 30, 2016</u>
Expected volatility	31.7 %
Expected term (in years)	6.5
Risk-free interest rate	1.5 %
Expected dividend yield	4.07 %
Weighted average estimated fair value per common share	\$ 8.91

As of June 30, 2016, we had \$7.7 million of total unrecognized compensation cost related to nonvested stock options. The cost is expected to be recognized over a weighted-average service period of approximately 1.6 years.

**Performance Share Awards**

Performance share awards were granted to certain employees under the 2014 Stock Incentive Plan. Total performance share awards granted were 0.3 million for the six months ended June 30, 2016. The performance share awards granted represent initial target awards and do not reflect potential increases or decreases resulting from the final performance results to be determined at the end of the performance period. The actual number of common shares to be awarded at the end of each performance period will range between 0% and 150% of the initial target awards. The fair value of performance share awards is determined based on the closing stock price of our common shares on the grant date. The weighted-average grant date fair value of these performance share awards granted was \$37.38 per common share.

As of June 30, 2016, we had \$8.9 million of total unrecognized compensation cost related to nonvested performance share awards granted. The cost is expected to be recognized over a weighted-average service period of approximately 1.6 years.

**Restricted Stock Units**

Restricted stock units were issued to certain employees and agents pursuant to the 2014 Stock Incentive Plan and non-employee directors pursuant to the 2015 Directors Stock Plan. Total restricted stock units granted were 1.3 million for the six months ended June 30, 2016. The fair value of restricted stock units is determined based on the closing stock price of our common shares on the grant date. The weighted-average grant date fair value of these restricted stock units granted was \$37.50 per common share.

As of June 30, 2016, we had \$66.8 million of total unrecognized compensation cost related to nonvested restricted stock unit awards granted. The cost is expected to be recognized over a weighted-average period of approximately 1.9 years.

**Employee Stock Purchase Plan**

Under the Employee Stock Purchase Plan, employees purchased 0.4 million shares for the six months ended June 30, 2016. The weighted average fair value of the discount on the stock purchased was \$6.17 per share.

As of June 30, 2016, a total of 3.8 million of new shares were available to be made issuable by us for this plan.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**13. Earnings Per Common Share**

The computations of the basic and diluted per share amounts were as follows:

	For the three months ended June 30,		For the six months ended June 30,	
	2016	2015	2016	2015
Net income	\$ 327.0	\$ 264.9	\$ 696.2	\$ 694.0
Subtract:				
Net income attributable to noncontrolling interest	4.7	7.3	5.9	14.0
Preferred stock dividends	—	8.3	—	16.5
Excess of redemption value over carrying value of preferred shares redeemed	—	8.2	—	8.2
Total	<u>\$ 322.3</u>	<u>\$ 241.1</u>	<u>\$ 690.3</u>	<u>\$ 655.3</u>
Weighted-average shares outstanding:				
Basic	289.9	295.0	290.7	294.9
Dilutive effects:				
Stock options	1.1	1.6	1.1	1.6
Restricted stock units	1.4	1.5	1.4	1.6
Performance share awards	0.2	0.3	0.2	0.3
Diluted	<u>292.6</u>	<u>298.4</u>	<u>293.4</u>	<u>298.4</u>
Net income per common share:				
Basic	<u>\$ 1.11</u>	<u>\$ 0.82</u>	<u>\$ 2.37</u>	<u>\$ 2.22</u>
Diluted	<u>\$ 1.10</u>	<u>\$ 0.81</u>	<u>\$ 2.35</u>	<u>\$ 2.20</u>

The calculation of diluted earnings per share for the three and six months ended June 30, 2016 and 2015, excludes the incremental effect related to certain outstanding stock-based compensation grants due to their anti-dilutive effect.

**14. Condensed Consolidating Financial Information**

Principal Life has established special purpose entities to issue secured medium-term notes. Under the program, the payment obligations of principal and interest on the notes are secured by funding agreements issued by Principal Life. Principal Life's payment obligations on the funding agreements are fully and unconditionally guaranteed by PFG. All of the outstanding stock of Principal Life is indirectly owned by PFG and PFG is the only guarantor of the payment obligations of the funding agreements.

The following tables set forth condensed consolidating financial information of (i) PFG, (ii) Principal Life, (iii) Principal Financial Services, Inc. ("PFS") and all other direct and indirect subsidiaries of PFG on a combined basis and (iv) the eliminations necessary to arrive at the information for PFG on a consolidated basis as of June 30, 2016 and December 31, 2015, and for the six months ended June 30, 2016 and 2015.

In presenting the condensed consolidating financial statements, the equity method of accounting has been applied to (i) PFG's interest in all direct subsidiaries of PFG, (ii) Principal Life's interest in all direct subsidiaries of Principal Life and (iii) PFS's interest in Principal Life even though all such subsidiaries meet the requirements to be consolidated under U.S. GAAP. Earnings of subsidiaries are, therefore, reflected in the parent's investment and earnings. All intercompany balances and transactions, including elimination of the parent's investment in subsidiaries, between PFG, Principal Life and PFS and all other subsidiaries have been eliminated, as shown in the column "Eliminations." These condensed consolidating financial statements should be read in conjunction with the consolidated financial statements. The financial information may not necessarily be indicative of results of operations, cash flows or financial position had the subsidiaries operated as independent entities.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Financial Position**  
**June 30, 2016**

	Principal Financial Group, Inc. Parent Only	Principal Life Insurance Company Only	Principal Financial Services, Inc. and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Assets</b>					
Fixed maturities, available-for-sale	\$ —	\$ 48,954.3	\$ 6,699.5	\$ (372.5)	\$ 55,281.3
Fixed maturities, trading	—	378.3	278.6	—	656.9
Equity securities, available-for-sale	—	102.7	2.5	—	105.2
Equity securities, trading	—	0.3	1,330.8	—	1,331.1
Mortgage loans	—	12,040.0	1,205.8	(560.0)	12,685.8
Real estate	—	5.4	1,468.6	—	1,474.0
Policy loans	—	797.1	34.5	—	831.6
Investment in unconsolidated entities	13,275.3	1,709.8	7,405.7	(21,618.8)	772.0
Other investments	9.7	5,590.1	1,896.5	(3,946.8)	3,549.5
Cash and cash equivalents	692.3	482.0	1,561.8	(480.7)	2,255.4
Accrued investment income	—	494.4	76.1	(7.5)	563.0
Premiums due and other receivables	—	1,562.3	2,675.6	(2,733.1)	1,504.8
Deferred acquisition costs	—	2,959.5	214.2	—	3,173.7
Property and equipment	—	583.7	84.2	—	667.9
Goodwill	—	54.3	982.9	—	1,037.2
Other intangibles	—	24.2	1,334.3	—	1,358.5
Separate account assets	—	98,596.6	36,139.4	—	134,736.0
Other assets	444.3	904.5	3,249.6	(3,508.1)	1,090.3
Total assets	<u>\$ 14,421.6</u>	<u>\$ 175,239.5</u>	<u>\$ 66,640.6</u>	<u>\$ (33,227.5)</u>	<u>\$ 223,074.2</u>
<b>Liabilities</b>					
Contractholder funds	\$ —	\$ 35,073.2	\$ 3,034.4	\$ (326.6)	\$ 37,781.0
Future policy benefits and claims	—	23,534.5	5,051.0	(589.4)	27,996.1
Other policyholder funds	—	790.1	99.8	(1.5)	888.4
Short-term debt	—	—	25.9	—	25.9
Long-term debt	3,224.8	—	583.8	(538.4)	3,270.2
Income taxes currently payable	—	—	104.3	(94.1)	10.2
Deferred income taxes	—	964.9	862.7	(592.9)	1,234.7
Separate account liabilities	—	98,596.6	36,139.4	—	134,736.0
Other liabilities	697.1	7,322.7	7,142.3	(8,935.2)	6,226.9
Total liabilities	<u>3,921.9</u>	<u>166,282.0</u>	<u>53,043.6</u>	<u>(11,078.1)</u>	<u>212,169.4</u>
Redeemable noncontrolling interest	—	—	337.1	—	337.1
<b>Stockholders' equity</b>					
Common stock	4.7	2.5	—	(2.5)	4.7
Additional paid-in capital	9,615.7	5,349.7	9,044.3	(14,394.0)	9,615.7
Retained earnings	7,339.6	2,274.9	3,697.8	(5,972.7)	7,339.6
Accumulated other comprehensive income (loss)	(19.3)	1,330.4	445.2	(1,775.6)	(19.3)
Treasury stock, at cost	(6,441.0)	—	—	—	(6,441.0)
Total stockholders' equity attributable to PFG	<u>10,499.7</u>	<u>8,957.5</u>	<u>13,187.3</u>	<u>(22,144.8)</u>	<u>10,499.7</u>
Noncontrolling interest	—	—	72.6	(4.6)	68.0
Total stockholders' equity	<u>10,499.7</u>	<u>8,957.5</u>	<u>13,259.9</u>	<u>(22,149.4)</u>	<u>10,567.7</u>
Total liabilities and stockholders' equity	<u>\$ 14,421.6</u>	<u>\$ 175,239.5</u>	<u>\$ 66,640.6</u>	<u>\$ (33,227.5)</u>	<u>\$ 223,074.2</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Financial Position**  
**December 31, 2015**

	Principal Financial Group, Inc. Parent Only	Principal Life Insurance Company Only	Principal Financial Services, Inc. and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Assets</b>					
Fixed maturities, available-for-sale	\$ —	\$ 43,862.7	\$ 6,482.5	\$ (378.7)	\$ 49,966.5
Fixed maturities, trading	—	436.2	250.6	—	686.8
Equity securities, available-for-sale	—	101.7	2.8	—	104.5
Equity securities, trading	—	0.3	1,202.4	—	1,202.7
Mortgage loans	—	11,696.9	1,155.3	(512.8)	12,339.4
Real estate	—	6.3	1,445.5	—	1,451.8
Policy loans	—	786.3	30.8	—	817.1
Investment in unconsolidated entities	12,223.4	2,220.5	6,229.8	(20,041.0)	632.7
Other investments	9.7	3,944.3	1,636.5	(2,971.5)	2,619.0
Cash and cash equivalents	578.7	1,127.9	1,253.7	(395.5)	2,564.8
Accrued investment income	—	477.9	76.7	(9.0)	545.6
Premiums due and other receivables	—	1,512.7	2,465.9	(2,549.3)	1,429.3
Deferred acquisition costs	—	3,057.3	218.8	—	3,276.1
Property and equipment	—	552.0	81.8	—	633.8
Goodwill	—	54.3	954.7	—	1,009.0
Other intangibles	—	24.6	1,334.6	—	1,359.2
Separate account assets	—	94,762.8	42,216.1	—	136,978.9
Other assets	458.0	878.0	2,995.6	(3,288.5)	1,043.1
Total assets	<u>\$ 13,269.8</u>	<u>\$ 165,502.7</u>	<u>\$ 70,034.1</u>	<u>\$ (30,146.3)</u>	<u>\$ 218,660.3</u>
<b>Liabilities</b>					
Contractholder funds	\$ —	\$ 33,151.7	\$ 2,885.1	\$ (320.7)	\$ 35,716.1
Future policy benefits and claims	—	21,914.0	4,479.3	(536.8)	25,856.5
Other policyholder funds	—	718.1	88.2	(0.9)	805.4
Short-term debt	—	—	181.1	—	181.1
Long-term debt	3,223.8	—	535.2	(493.8)	3,265.2
Income taxes currently payable	—	—	101.9	(83.5)	18.4
Deferred income taxes	—	415.2	928.9	(646.9)	697.2
Separate account liabilities	—	94,762.8	42,216.1	—	136,978.9
Other liabilities	734.4	6,330.1	6,323.6	(7,709.7)	5,678.4
Total liabilities	<u>3,958.2</u>	<u>157,291.9</u>	<u>57,739.4</u>	<u>(9,792.3)</u>	<u>209,197.2</u>
Redeemable noncontrolling interest	—	—	85.7	—	85.7
<b>Stockholders' equity</b>					
Common stock	4.7	2.5	—	(2.5)	4.7
Additional paid-in capital	9,544.8	5,334.4	9,000.0	(14,334.4)	9,544.8
Retained earnings	6,875.9	2,232.6	3,522.3	(5,754.9)	6,875.9
Accumulated other comprehensive income (loss)	(882.5)	641.3	(383.6)	(257.7)	(882.5)
Treasury stock, at cost	(6,231.3)	—	—	—	(6,231.3)
Total stockholders' equity attributable to PFG	<u>9,311.6</u>	<u>8,210.8</u>	<u>12,138.7</u>	<u>(20,349.5)</u>	<u>9,311.6</u>
Noncontrolling interest	—	—	70.3	(4.5)	65.8
Total stockholders' equity	<u>9,311.6</u>	<u>8,210.8</u>	<u>12,209.0</u>	<u>(20,354.0)</u>	<u>9,377.4</u>
Total liabilities and stockholders' equity	<u>\$ 13,269.8</u>	<u>\$ 165,502.7</u>	<u>\$ 70,034.1</u>	<u>\$ (30,146.3)</u>	<u>\$ 218,660.3</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Operations**  
**For the six months ended June 30, 2016**

	Principal Financial Group, Inc. Parent Only	Principal Life Insurance Company Only	Principal Financial Services, Inc. and Other Subsidiaries Combined	Eliminations	Principal Financial Group, Inc. Consolidated
	<i>(in millions)</i>				
<b>Revenues</b>					
Premiums and other considerations	\$ —	\$ 2,382.0	\$ 176.4	\$ —	\$ 2,558.4
Fees and other revenues	—	962.8	1,000.4	(190.5)	1,772.7
Net investment income	1.4	1,139.9	969.2	(549.6)	1,560.9
Net realized capital gains (losses), excluding impairment losses on available-for-sale securities	—	701.7	(473.3)	—	228.4
Net other-than-temporary impairment losses on available-for-sale securities	—	(58.0)	(1.0)	—	(59.0)
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified to (from) other comprehensive income	—	1.0	(0.1)	—	0.9
Net impairment losses on available-for-sale securities	—	(57.0)	(1.1)	—	(58.1)
Net realized capital gains (losses)	—	644.7	(474.4)	—	170.3
Total revenues	1.4	5,129.4	1,671.6	(740.1)	6,062.3
<b>Expenses</b>					
Benefits, claims and settlement expenses	—	2,990.2	333.7	(5.5)	3,318.4
Dividends to policyholders	—	76.8	—	—	76.8
Operating expenses	113.7	1,089.8	785.5	(161.6)	1,827.4
Total expenses	113.7	4,156.8	1,119.2	(167.1)	5,222.6
Income (loss) before income taxes	(112.3)	972.6	552.4	(573.0)	839.7
Income taxes (benefits)	(45.7)	251.2	(61.2)	(0.8)	143.5
Equity in the net income (loss) of subsidiaries	756.9	(149.8)	145.9	(753.0)	—
Net income	690.3	571.6	759.5	(1,325.2)	696.2
Net income attributable to noncontrolling interest	—	—	5.9	—	5.9
Net income attributable to PFG	\$ 690.3	\$ 571.6	\$ 753.6	\$ (1,325.2)	\$ 690.3
Net income	\$ 690.3	\$ 571.6	\$ 759.5	\$ (1,325.2)	\$ 696.2
Other comprehensive income	866.9	699.3	862.4	(1,550.3)	878.3
Comprehensive income	\$ 1,557.2	\$ 1,270.9	\$ 1,621.9	\$ (2,875.5)	\$ 1,574.5

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Operations**  
**For the six months ended June 30, 2015**

	Principal Financial Group, Inc. Parent Only	Principal Life Insurance Company Only	Principal Financial Services, Inc. and Other Subsidiaries Combined	Eliminations	Principal Financial Group, Inc. Consolidated
	<i>(in millions)</i>				
<b>Revenues</b>					
Premiums and other considerations	\$ —	\$ 2,431.1	\$ 167.7	\$ —	\$ 2,598.8
Fees and other revenues	—	1,035.5	1,022.5	(205.7)	1,852.3
Net investment income	0.8	1,074.2	707.4	(268.6)	1,513.8
Net realized capital losses, excluding impairment losses on available-for-sale securities	—	(4.9)	(30.0)	—	(34.9)
Net other-than-temporary impairment (losses) recoveries on available-for-sale securities	—	13.5	(0.1)	—	13.4
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified from other comprehensive income	—	(26.9)	—	—	(26.9)
Net impairment losses on available-for-sale securities	—	(13.4)	(0.1)	—	(13.5)
Net realized capital losses	—	(18.3)	(30.1)	—	(48.4)
Total revenues	0.8	4,522.5	1,867.5	(474.3)	5,916.5
<b>Expenses</b>					
Benefits, claims and settlement expenses	—	2,983.9	312.8	(5.8)	3,290.9
Dividends to policyholders	—	82.8	—	—	82.8
Operating expenses	82.4	1,078.3	799.4	(169.9)	1,790.2
Total expenses	82.4	4,145.0	1,112.2	(175.7)	5,163.9
Income (loss) before income taxes	(81.6)	377.5	755.3	(298.6)	752.6
Income taxes (benefits)	(33.9)	83.8	9.5	(0.8)	58.6
Equity in the net income (loss) of subsidiaries	727.7	147.8	(7.6)	(867.9)	—
Net income	680.0	441.5	738.2	(1,165.7)	694.0
Net income attributable to noncontrolling interest	—	—	14.0	—	14.0
Net income attributable to PFG	680.0	441.5	724.2	(1,165.7)	680.0
Preferred stock dividends	16.5	—	—	—	16.5
Excess of redemption value over carrying value of preferred shares redeemed	8.2	—	—	—	8.2
Net income available to common stockholders	\$ 655.3	\$ 441.5	\$ 724.2	\$ (1,165.7)	\$ 655.3
Net income	\$ 680.0	\$ 441.5	\$ 738.2	\$ (1,165.7)	\$ 694.0
Other comprehensive loss	(436.8)	(203.0)	(369.5)	637.5	(371.8)
Comprehensive income	\$ 243.2	\$ 238.5	\$ 368.7	\$ (528.2)	\$ 322.2



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Cash Flows**  
**For the six months ended June 30, 2016**

	Principal Financial Group, Inc. Parent Only	Principal Life Insurance Company Only	Principal Financial Services, Inc. and Other Subsidiaries Combined	Eliminations	Principal Financial Group, Inc. Consolidated
	<i>(in millions)</i>				
<b>Operating activities</b>					
Net cash provided by (used in) operating activities	\$ (54.6)	\$ 1,872.7	\$ 882.8	\$ (575.3)	\$ 2,125.6
<b>Investing activities</b>					
Available-for-sale securities:					
Purchases	—	(7,072.5)	(409.7)	5.3	(7,476.9)
Sales	—	295.3	262.1	—	557.4
Maturities	—	3,383.2	284.7	—	3,667.9
Mortgage loans acquired or originated	—	(1,123.0)	(126.8)	51.8	(1,198.0)
Mortgage loans sold or repaid	—	776.1	137.6	(3.3)	910.4
Real estate acquired	—	—	(66.4)	—	(66.4)
Net purchases of property and equipment	—	(54.8)	(19.9)	—	(74.7)
Dividends and returns of capital received from unconsolidated entities	594.8	1.5	544.8	(1,141.1)	—
Net change in other investments	(5.1)	186.9	(656.3)	480.8	6.3
Net cash provided by (used in) investing activities	589.7	(3,607.3)	(49.9)	(606.5)	(3,674.0)
<b>Financing activities</b>					
Issuance of common stock	11.2	—	—	—	11.2
Acquisition of treasury stock	(209.7)	—	—	—	(209.7)
Proceeds from financing element derivatives	—	0.2	—	—	0.2
Payments for financing element derivatives	—	(43.0)	—	—	(43.0)
Excess tax benefits from share-based payment arrangements	0.2	2.0	3.3	—	5.5
Purchase of subsidiary shares from noncontrolling interest	—	—	(2.3)	—	(2.3)
Dividends to common stockholders	(223.2)	—	—	—	(223.2)
Issuance of long-term debt	—	—	51.4	(47.7)	3.7
Principal repayments of long-term debt	—	—	(3.2)	3.2	—
Net repayments of short-term borrowings	—	—	(156.9)	—	(156.9)
Dividends and capital paid to parent	—	(544.8)	(596.3)	1,141.1	—
Investment contract deposits	—	6,735.4	142.3	—	6,877.7
Investment contract withdrawals	—	(5,060.6)	(10.4)	—	(5,071.0)
Net increase in banking operation deposits	—	—	47.1	—	47.1
Other	—	(0.5)	0.2	—	(0.3)
Net cash provided by (used in) financing activities	(421.5)	1,088.7	(524.8)	1,096.6	1,239.0
Net increase (decrease) in cash and cash equivalents	113.6	(645.9)	308.1	(85.2)	(309.4)
Cash and cash equivalents at beginning of period	578.7	1,127.9	1,253.7	(395.5)	2,564.8
Cash and cash equivalents at end of period	\$ 692.3	\$ 482.0	\$ 1,561.8	\$ (480.7)	\$ 2,255.4

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Cash Flows**  
**For the six months ended June 30, 2015**

	Principal Financial Group, Inc. Parent Only	Principal Life Insurance Company Only	Principal Financial Services, Inc. and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Operating activities</b>					
Net cash provided by (used in) operating activities	\$ (37.5)	\$ 1,901.3	\$ 209.1	\$ 44.5	\$ 2,117.4
<b>Investing activities</b>					
Available-for-sale securities:					
Purchases	—	(4,332.1)	(496.4)	—	(4,828.5)
Sales	—	759.7	224.1	(0.7)	983.1
Maturities	—	3,226.9	409.2	—	3,636.1
Mortgage loans acquired or originated	—	(1,013.3)	(147.9)	104.1	(1,057.1)
Mortgage loans sold or repaid	—	663.8	139.6	(28.1)	775.3
Real estate acquired	—	(0.3)	(203.8)	—	(204.1)
Net purchases of property and equipment	—	(55.4)	(11.9)	—	(67.3)
Dividends and returns of capital received from (contributed to) unconsolidated entities	425.5	(2.8)	225.6	(648.3)	—
Net change in other investments	0.9	111.0	(188.9)	(97.6)	(174.6)
Net cash provided by (used in) investing activities	426.4	(642.5)	(50.4)	(670.6)	(937.1)
<b>Financing activities</b>					
Issuance of common stock	29.6	—	0.1	(0.1)	29.6
Acquisition of treasury stock	(75.6)	—	—	—	(75.6)
Proceeds from financing element derivatives	—	0.2	—	—	0.2
Payments for financing element derivatives	—	(39.5)	—	—	(39.5)
Excess tax benefits from share-based payment arrangements	0.6	5.1	8.4	—	14.1
Purchase of subsidiary shares from noncontrolling interest	—	—	(11.6)	0.6	(11.0)
Sale of subsidiary shares to noncontrolling interest	—	—	0.6	(0.6)	—
Dividends to common stockholders	(218.3)	—	—	—	(218.3)
Dividends to preferred stockholders	(16.5)	—	—	—	(16.5)
Preferred stock redemption	(550.0)	—	—	—	(550.0)
Issuance of long-term debt	791.8	—	107.1	(101.5)	797.4
Principal repayments of long-term debt	—	—	(49.3)	29.5	(19.8)
Dividends and capital paid to parent	—	(225.6)	(422.7)	648.3	—
Investment contract deposits	—	2,586.1	136.8	—	2,722.9
Investment contract withdrawals	—	(3,410.3)	(4.4)	—	(3,414.7)
Net increase in banking operation deposits	—	—	8.2	—	8.2
Other	—	(6.8)	—	—	(6.8)
Net cash used in financing activities	(38.4)	(1,090.8)	(226.8)	576.2	(779.8)
Net increase (decrease) in cash and cash equivalents	350.5	168.0	(68.1)	(49.9)	400.5
Cash and cash equivalents at beginning of period	412.4	602.7	1,253.6	(404.8)	1,863.9
Cash and cash equivalents at end of period	<u>\$ 762.9</u>	<u>\$ 770.7</u>	<u>\$ 1,185.5</u>	<u>\$ (454.7)</u>	<u>\$ 2,264.4</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

On May 7, 2014, our shelf registration statement was filed with the SEC and became effective replacing the shelf registration that had been in effect since May 2011. Under our current shelf registration, we have the ability to issue in unlimited amounts, unsecured senior debt securities or subordinated debt securities, junior subordinated debt, preferred stock, common stock, warrants, depository shares, stock purchase contracts and stock purchase units of PFG, trust preferred securities of three subsidiary trusts and guarantees by PFG of these trust preferred securities. Our wholly owned subsidiary, PFS, may guarantee, fully and unconditionally or otherwise, our obligations with respect to any non-convertible securities, other than common stock, described in the shelf registration.

The following tables set forth condensed consolidating financial information of (i) PFG, (ii) PFS, (iii) Principal Life and all other direct and indirect subsidiaries of PFG on a combined basis and (iv) the eliminations necessary to arrive at the information for PFG on a consolidated basis as of June 30, 2016 and December 31, 2015, and for the six months ended June 30, 2016 and 2015.

In presenting the condensed consolidating financial statements, the equity method of accounting has been applied to (i) PFG's interest in all direct subsidiaries of PFG and (ii) PFS's interest in Principal Life and all other subsidiaries, where applicable, even though all such subsidiaries meet the requirements to be consolidated under U.S. GAAP. Earnings of subsidiaries are, therefore, reflected in the parent's investment and earnings. All intercompany balances and transactions, including elimination of the parent's investment in subsidiaries, between PFG, PFS and Principal Life and all other subsidiaries have been eliminated, as shown in the column "Eliminations." These condensed consolidating financial statements should be read in conjunction with the consolidated financial statements. The financial information may not necessarily be indicative of results of operations, cash flows or financial position had the subsidiaries operated as independent entities.

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Financial Position**  
**June 30, 2016**

	Principal Financial Group, Inc. Parent Only	Principal Financial Services, Inc. Only	Principal Life Insurance Company and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Assets</b>					
Fixed maturities, available-for-sale	\$ —	\$ —	\$ 55,281.3	\$ —	\$ 55,281.3
Fixed maturities, trading	—	—	656.9	—	656.9
Equity securities, available-for-sale	—	—	105.2	—	105.2
Equity securities, trading	—	—	1,331.1	—	1,331.1
Mortgage loans	—	—	12,685.8	—	12,685.8
Real estate	—	—	1,474.0	—	1,474.0
Policy loans	—	—	831.6	—	831.6
Investment in unconsolidated entities	13,275.3	13,308.2	710.7	(26,522.2)	772.0
Other investments	9.7	103.6	3,436.2	—	3,549.5
Cash and cash equivalents	692.3	807.9	1,989.1	(1,233.9)	2,255.4
Accrued investment income	—	2.3	560.7	—	563.0
Premiums due and other receivables	—	90.6	1,630.9	(216.7)	1,504.8
Deferred acquisition costs	—	—	3,173.7	—	3,173.7
Property and equipment	—	—	667.9	—	667.9
Goodwill	—	—	1,037.2	—	1,037.2
Other intangibles	—	—	1,358.5	—	1,358.5
Separate account assets	—	—	134,736.0	—	134,736.0
Other assets	444.3	193.1	1,096.2	(643.3)	1,090.3
Total assets	<u>\$ 14,421.6</u>	<u>\$ 14,505.7</u>	<u>\$ 222,763.0</u>	<u>\$ (28,616.1)</u>	<u>\$ 223,074.2</u>
<b>Liabilities</b>					
Contractholder funds	\$ —	\$ —	\$ 37,781.0	\$ —	\$ 37,781.0
Future policy benefits and claims	—	—	27,996.1	—	27,996.1
Other policyholder funds	—	—	888.4	—	888.4
Short-term debt	—	—	109.5	(83.6)	25.9
Long-term debt	3,224.8	150.0	112.4	(217.0)	3,270.2
Income taxes currently payable	—	2.4	74.3	(66.5)	10.2
Deferred income taxes	—	—	1,813.3	(578.6)	1,234.7
Separate account liabilities	—	—	134,736.0	—	134,736.0
Other liabilities	697.1	1,166.0	5,162.1	(798.3)	6,226.9
Total liabilities	<u>3,921.9</u>	<u>1,318.4</u>	<u>208,673.1</u>	<u>(1,744.0)</u>	<u>212,169.4</u>
Redeemable noncontrolling interest	—	—	337.1	—	337.1
<b>Stockholders' equity</b>					
Common stock	4.7	—	17.8	(17.8)	4.7
Additional paid-in capital	9,615.7	9,044.3	10,311.3	(19,355.6)	9,615.7
Retained earnings	7,339.6	3,697.8	3,024.5	(6,722.3)	7,339.6
Accumulated other comprehensive income (loss)	(19.3)	445.2	333.2	(778.4)	(19.3)
Treasury stock, at cost	(6,441.0)	—	(2.0)	2.0	(6,441.0)
Total stockholders' equity attributable to PFG	<u>10,499.7</u>	<u>13,187.3</u>	<u>13,684.8</u>	<u>(26,872.1)</u>	<u>10,499.7</u>
Noncontrolling interest	—	—	68.0	—	68.0
Total stockholders' equity	<u>10,499.7</u>	<u>13,187.3</u>	<u>13,752.8</u>	<u>(26,872.1)</u>	<u>10,567.7</u>
Total liabilities and stockholders' equity	<u>\$ 14,421.6</u>	<u>\$ 14,505.7</u>	<u>\$ 222,763.0</u>	<u>\$ (28,616.1)</u>	<u>\$ 223,074.2</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Financial Position**  
**December 31, 2015**

	Principal Financial Group, Inc. Parent Only	Principal Financial Services, Inc. Only	Principal Life Insurance Company and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Assets</b>					
Fixed maturities, available-for-sale	\$ —	\$ —	\$ 49,966.5	\$ —	\$ 49,966.5
Fixed maturities, trading	—	—	686.8	—	686.8
Equity securities, available-for-sale	—	—	104.5	—	104.5
Equity securities, trading	—	—	1,202.7	—	1,202.7
Mortgage loans	—	—	12,339.4	—	12,339.4
Real estate	—	—	1,451.8	—	1,451.8
Policy loans	—	—	817.1	—	817.1
Investment in unconsolidated entities	12,223.4	12,209.1	583.2	(24,383.0)	632.7
Other investments	9.7	185.9	2,423.4	—	2,619.0
Cash and cash equivalents	578.7	730.5	2,413.3	(1,157.7)	2,564.8
Accrued investment income	—	—	545.6	—	545.6
Premiums due and other receivables	—	0.1	1,584.6	(155.4)	1,429.3
Deferred acquisition costs	—	—	3,276.1	—	3,276.1
Property and equipment	—	—	633.8	—	633.8
Goodwill	—	—	1,009.0	—	1,009.0
Other intangibles	—	—	1,359.2	—	1,359.2
Separate account assets	—	—	136,978.9	—	136,978.9
Other assets	458.0	205.2	1,065.4	(685.5)	1,043.1
Total assets	<u>\$ 13,269.8</u>	<u>\$ 13,330.8</u>	<u>\$ 218,441.3</u>	<u>\$ (26,381.6)</u>	<u>\$ 218,660.3</u>
<b>Liabilities</b>					
Contractholder funds	\$ —	\$ —	\$ 35,716.1	\$ —	\$ 35,716.1
Future policy benefits and claims	—	—	25,856.5	—	25,856.5
Other policyholder funds	—	—	805.4	—	805.4
Short-term debt	—	—	290.0	(108.9)	181.1
Long-term debt	3,223.8	156.0	41.4	(156.0)	3,265.2
Income taxes currently payable	—	3.2	69.6	(54.4)	18.4
Deferred income taxes	—	—	1,325.2	(628.0)	697.2
Separate account liabilities	—	—	136,978.9	—	136,978.9
Other liabilities	734.4	1,032.9	4,912.9	(1,001.8)	5,678.4
Total liabilities	<u>3,958.2</u>	<u>1,192.1</u>	<u>205,996.0</u>	<u>(1,949.1)</u>	<u>209,197.2</u>
Redeemable noncontrolling interest	—	—	85.7	—	85.7
<b>Stockholders' equity</b>					
Common stock	4.7	—	17.8	(17.8)	4.7
Additional paid-in capital	9,544.8	9,000.0	9,888.7	(18,888.7)	9,544.8
Retained earnings	6,875.9	3,522.3	2,905.9	(6,428.2)	6,875.9
Accumulated other comprehensive loss	(882.5)	(383.6)	(516.6)	900.2	(882.5)
Treasury stock, at cost	(6,231.3)	—	(2.0)	2.0	(6,231.3)
Total stockholders' equity attributable to PFG	<u>9,311.6</u>	<u>12,138.7</u>	<u>12,293.8</u>	<u>(24,432.5)</u>	<u>9,311.6</u>
Noncontrolling interest	—	—	65.8	—	65.8
Total stockholders' equity	<u>9,311.6</u>	<u>12,138.7</u>	<u>12,359.6</u>	<u>(24,432.5)</u>	<u>9,377.4</u>
Total liabilities and stockholders' equity	<u>\$ 13,269.8</u>	<u>\$ 13,330.8</u>	<u>\$ 218,441.3</u>	<u>\$ (26,381.6)</u>	<u>\$ 218,660.3</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Operations**  
**For the six months ended June 30, 2016**

	Principal Financial Group, Inc. Parent Only	Principal Financial Services, Inc. Only	Principal Life Insurance Company and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Revenues</b>					
Premiums and other considerations	\$ —	\$ —	\$ 2,558.4	\$ —	\$ 2,558.4
Fees and other revenues	—	0.2	1,776.9	(4.4)	1,772.7
Net investment income	1.4	10.8	1,545.0	3.7	1,560.9
Net realized capital gains (losses), excluding impairment losses on available-for-sale securities	—	(6.9)	235.4	(0.1)	228.4
Net other-than-temporary impairment losses on available-for-sale securities	—	—	(59.0)	—	(59.0)
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified to other comprehensive income	—	—	0.9	—	0.9
Net impairment losses on available-for-sale securities	—	—	(58.1)	—	(58.1)
Net realized capital gains (losses)	—	(6.9)	177.3	(0.1)	170.3
Total revenues	<u>1.4</u>	<u>4.1</u>	<u>6,057.6</u>	<u>(0.8)</u>	<u>6,062.3</u>
<b>Expenses</b>					
Benefits, claims and settlement expenses	—	—	3,318.4	—	3,318.4
Dividends to policyholders	—	—	76.8	—	76.8
Operating expenses	113.7	5.7	1,712.1	(4.1)	1,827.4
Total expenses	<u>113.7</u>	<u>5.7</u>	<u>5,107.3</u>	<u>(4.1)</u>	<u>5,222.6</u>
Income (loss) before income taxes	(112.3)	(1.6)	950.3	3.3	839.7
Income taxes (benefits)	(45.7)	(24.0)	213.2	—	143.5
Equity in the net income of subsidiaries	756.9	731.2	—	(1,488.1)	—
Net income	<u>690.3</u>	<u>753.6</u>	<u>737.1</u>	<u>(1,484.8)</u>	<u>696.2</u>
Net income attributable to noncontrolling interest	—	—	5.9	—	5.9
Net income attributable to PFG	<u>\$ 690.3</u>	<u>\$ 753.6</u>	<u>\$ 731.2</u>	<u>\$ (1,484.8)</u>	<u>\$ 690.3</u>
Net income	\$ 690.3	\$ 753.6	\$ 737.1	\$ (1,484.8)	\$ 696.2
Other comprehensive income	866.9	842.6	875.1	(1,706.3)	878.3
Comprehensive income	<u>\$ 1,557.2</u>	<u>\$ 1,596.2</u>	<u>\$ 1,612.2</u>	<u>\$ (3,191.1)</u>	<u>\$ 1,574.5</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Operations**  
**For the six months ended June 30, 2015**

	Principal Financial Group, Inc. Parent Only	Principal Financial Services, Inc. Only	Principal Life Insurance Company and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Revenues</b>					
Premiums and other considerations	\$ —	\$ —	\$ 2,598.8	\$ —	\$ 2,598.8
Fees and other revenues	—	0.1	1,852.5	(0.3)	1,852.3
Net investment income	0.8	—	1,507.6	5.4	1,513.8
Net realized capital gains (losses), excluding impairment losses on available-for-sale securities	—	4.5	(37.7)	(1.7)	(34.9)
Net other-than-temporary impairment recoveries on available-for-sale securities	—	—	13.4	—	13.4
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified from other comprehensive income	—	—	(26.9)	—	(26.9)
Net impairment losses on available-for-sale securities	—	—	(13.5)	—	(13.5)
Net realized capital gains (losses)	—	4.5	(51.2)	(1.7)	(48.4)
Total revenues	<u>0.8</u>	<u>4.6</u>	<u>5,907.7</u>	<u>3.4</u>	<u>5,916.5</u>
<b>Expenses</b>					
Benefits, claims and settlement expenses	—	—	3,290.9	—	3,290.9
Dividends to policyholders	—	—	82.8	—	82.8
Operating expenses	82.4	2.4	1,705.5	(0.1)	1,790.2
Total expenses	<u>82.4</u>	<u>2.4</u>	<u>5,079.2</u>	<u>(0.1)</u>	<u>5,163.9</u>
Income (loss) before income taxes	(81.6)	2.2	828.5	3.5	752.6
Income taxes (benefits)	(33.9)	2.0	90.5	—	58.6
Equity in the net income of subsidiaries	727.7	724.0	—	(1,451.7)	—
Net income	<u>680.0</u>	<u>724.2</u>	<u>738.0</u>	<u>(1,448.2)</u>	<u>694.0</u>
Net income attributable to noncontrolling interest	—	—	14.0	—	14.0
Net income attributable to PFG	<u>680.0</u>	<u>724.2</u>	<u>724.0</u>	<u>(1,448.2)</u>	<u>680.0</u>
Preferred stock dividends	16.5	—	—	—	16.5
Excess of redemption value over carrying value of preferred shares redeemed	8.2	—	—	—	8.2
Net income available to common stockholders	<u>\$ 655.3</u>	<u>\$ 724.2</u>	<u>\$ 724.0</u>	<u>\$ (1,448.2)</u>	<u>\$ 655.3</u>
Net income	\$ 680.0	\$ 724.2	\$ 738.0	\$ (1,448.2)	\$ 694.0
Other comprehensive loss	(436.8)	(408.4)	(433.0)	906.4	(371.8)
Comprehensive income	<u>\$ 243.2</u>	<u>\$ 315.8</u>	<u>\$ 305.0</u>	<u>\$ (541.8)</u>	<u>\$ 322.2</u>

**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Cash Flows**  
**For the six months ended June 30, 2016**

	Principal Financial Group, Inc. Parent Only	Principal Financial Services, Inc. Only	Principal Life Insurance Company and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Operating activities</b>					
Net cash provided by (used in) operating activities	\$ (54.6)	\$ (40.0)	\$ 2,066.1	\$ 154.1	\$ 2,125.6
<b>Investing activities</b>					
Available-for-sale securities:					
Purchases	—	—	(7,476.9)	—	(7,476.9)
Sales	—	—	557.4	—	557.4
Maturities	—	—	3,667.9	—	3,667.9
Mortgage loans acquired or originated	—	—	(1,198.0)	—	(1,198.0)
Mortgage loans sold or repaid	—	—	910.4	—	910.4
Real estate acquired	—	—	(66.4)	—	(66.4)
Net purchases of property and equipment	—	—	(74.7)	—	(74.7)
Dividends and returns of capital received from unconsolidated entities	594.8	477.2	—	(1,072.0)	—
Net change in other investments	(5.1)	241.0	(35.1)	(194.5)	6.3
Net cash provided by (used in) investing activities	589.7	718.2	(3,715.4)	(1,266.5)	(3,674.0)
<b>Financing activities</b>					
Issuance of common stock	11.2	—	—	—	11.2
Acquisition of treasury stock	(209.7)	—	—	—	(209.7)
Proceeds from financing element derivatives	—	—	0.2	—	0.2
Payments for financing element derivatives	—	—	(43.0)	—	(43.0)
Excess tax benefits from share-based payment arrangements	0.2	—	5.3	—	5.5
Purchase of subsidiary shares from noncontrolling interest	—	—	(2.3)	—	(2.3)
Dividends to common stockholders	(223.2)	—	—	—	(223.2)
Issuance of long-term debt	—	4.0	70.7	(71.0)	3.7
Principal repayments of long-term debt	—	(10.0)	—	10.0	—
Net repayments of short-term borrowings	—	—	(182.1)	25.2	(156.9)
Dividends and capital paid to parent	—	(594.8)	(477.2)	1,072.0	—
Investment contract deposits	—	—	6,877.7	—	6,877.7
Investment contract withdrawals	—	—	(5,071.0)	—	(5,071.0)
Net increase in banking operation deposits	—	—	47.1	—	47.1
Other	—	—	(0.3)	—	(0.3)
Net cash provided by (used in) financing activities	(421.5)	(600.8)	1,225.1	1,036.2	1,239.0
Net increase (decrease) in cash and cash equivalents	113.6	77.4	(424.2)	(76.2)	(309.4)
Cash and cash equivalents at beginning of period	578.7	730.5	2,413.3	(1,157.7)	2,564.8
Cash and cash equivalents at end of period	\$ 692.3	\$ 807.9	\$ 1,989.1	\$ (1,233.9)	\$ 2,255.4



**Principal Financial Group, Inc.**  
**Notes to Consolidated Financial Statements – (continued)**  
**June 30, 2016**  
**(Unaudited)**

**Condensed Consolidating Statements of Cash Flows**  
**For the six months ended June 30, 2015**

	Principal Financial Group, Inc. Parent Only	Principal Financial Services, Inc. Only	Principal Life Insurance Company and Other Subsidiaries Combined <i>(in millions)</i>	Eliminations	Principal Financial Group, Inc. Consolidated
<b>Operating activities</b>					
Net cash provided by (used in) operating activities	\$ (37.5)	\$ 69.0	\$ 2,198.5	\$ (112.6)	\$ 2,117.4
<b>Investing activities</b>					
Available-for-sale securities:					
Purchases	—	—	(4,828.5)	—	(4,828.5)
Sales	—	—	983.1	—	983.1
Maturities	—	—	3,636.1	—	3,636.1
Mortgage loans acquired or originated	—	—	(1,057.1)	—	(1,057.1)
Mortgage loans sold or repaid	—	—	775.3	—	775.3
Real estate acquired	—	—	(204.1)	—	(204.1)
Net purchases of property and equipment	—	—	(67.3)	—	(67.3)
Dividends and returns of capital received from unconsolidated entities	425.5	282.5	—	(708.0)	—
Net change in other investments	0.9	(28.9)	(163.5)	16.9	(174.6)
Net cash provided by (used in) investing activities	426.4	253.6	(926.0)	(691.1)	(937.1)
<b>Financing activities</b>					
Issuance of common stock	29.6	—	—	—	29.6
Acquisition of treasury stock	(75.6)	—	—	—	(75.6)
Proceeds from financing element derivatives	—	—	0.2	—	0.2
Payments for financing element derivatives	—	—	(39.5)	—	(39.5)
Excess tax benefits from share-based payment arrangements	0.6	—	13.5	—	14.1
Purchase of subsidiary shares from noncontrolling interest	—	—	(11.0)	—	(11.0)
Dividends to common stockholders	(218.3)	—	—	—	(218.3)
Dividends to preferred stockholders	(16.5)	—	—	—	(16.5)
Preferred stock redemption	(550.0)	—	—	—	(550.0)
Issuance of long-term debt	791.8	—	5.6	—	797.4
Principal repayments of long-term debt	—	—	(19.8)	—	(19.8)
Net proceeds from short-term borrowings	—	—	0.4	(0.4)	—
Dividends and capital paid to parent	—	(425.5)	(282.5)	708.0	—
Investment contract deposits	—	—	2,722.9	—	2,722.9
Investment contract withdrawals	—	—	(3,414.7)	—	(3,414.7)
Net increase in banking operation deposits	—	—	8.2	—	8.2
Other	—	—	(6.8)	—	(6.8)
Net cash used in financing activities	(38.4)	(425.5)	(1,023.5)	707.6	(779.8)
Net increase (decrease) in cash and cash equivalents	350.5	(102.9)	249.0	(96.1)	400.5
Cash and cash equivalents at beginning of period	412.4	907.2	1,598.0	(1,053.7)	1,863.9
Cash and cash equivalents at end of period	\$ 762.9	\$ 804.3	\$ 1,847.0	\$ (1,149.8)	\$ 2,264.4

## Item 2. Management’s Discussion and Analysis of Financial Condition and Results of Operations

The following analysis discusses our financial condition as of June 30, 2016, compared with December 31, 2015, and our consolidated results of operations for the three and six months ended June 30, 2016 and 2015, prepared in conformity with U.S. GAAP. The discussion and analysis includes, where appropriate, factors that may affect our future financial performance. The discussion should be read in conjunction with our Form 10-K, for the year ended December 31, 2015, filed with the SEC and the unaudited consolidated financial statements and the related notes to the financial statements and the other financial information included elsewhere in this Form 10-Q.

### Forward-Looking Information

Our narrative analysis below contains forward-looking statements intended to enhance the reader’s ability to assess our future financial performance. Forward-looking statements include, but are not limited to, statements that represent our beliefs concerning future operations, strategies, financial results or other developments, and contain words and phrases such as “anticipate,” “believe,” “plan,” “estimate,” “expect,” “intend” and similar expressions. Forward-looking statements are made based upon management’s current expectations and beliefs concerning future developments and their potential effects on us. Such forward-looking statements are not guarantees of future performance.

Actual results may differ materially from those included in the forward-looking statements as a result of risks and uncertainties including, but not limited to, the following: (1) adverse capital and credit market conditions may significantly affect our ability to meet liquidity needs, as well as our access to capital and cost of capital; (2) conditions in the global capital markets and the economy generally may materially and adversely affect our business and results of operations; (3) volatility or declines in the equity, bond or real estate markets could reduce our assets under management (“AUM”) and may result in investors withdrawing from the markets or decreasing their rates of investment, all of which could reduce our revenues and net income; (4) changes in interest rates or credit spreads or a sustained low interest rate environment may adversely affect our results of operations, financial condition and liquidity, and our net income can vary from period-to-period; (5) our investment portfolio is subject to several risks that may diminish the value of our invested assets and the investment returns credited to customers, which could reduce our sales, revenues, AUM and net income; (6) our valuation of investments and the determinations of the amount of the allowances and impairments taken on our investments may include methodologies, estimations and assumptions which are subject to differing interpretations and, if changed, could materially adversely affect our results of operations or financial condition; (7) any impairments of or valuation allowances against our deferred tax assets could adversely affect our results of operations and financial condition; (8) we may face losses if our actual experience differs significantly from our pricing and reserving assumptions; (9) the pattern of amortizing our DAC and other actuarial balances on our universal life-type insurance contracts, participating life insurance policies and certain investment contracts may change, impacting both the level of the DAC and other actuarial balances and the timing of our net income; (10) we may not be able to protect our intellectual property and may be subject to infringement claims; (11) our ability to pay stockholder dividends and meet our obligations may be constrained by the limitations on dividends Iowa insurance laws impose on Principal Life; (12) changes in laws or regulations may reduce our profitability; (13) changes in accounting standards may reduce the transparency of our reported profitability and financial condition; (14) results of litigation and regulatory investigations may affect our financial strength or reduce our profitability; (15) from time to time we may become subject to tax audits, tax litigation or similar proceedings, and as a result we may owe additional taxes, interest and penalties in amounts that may be material; (16) applicable laws and our certificate of incorporation and by-laws may discourage takeovers and business combinations that some stockholders might consider in their best interests; (17) competition from companies that may have greater financial resources, broader arrays of products, higher ratings and stronger financial performance may impair our ability to retain existing customers, attract new customers and maintain our profitability; (18) a downgrade in our financial strength or credit ratings may increase policy surrenders and withdrawals, reduce new sales and terminate relationships with distributors, impact existing liabilities and increase our cost of capital, any of which could adversely affect our profitability and financial condition; (19) changes in investor preferences may lead to a reduction in revenues for our asset management and accumulation businesses; (20) guarantees within certain of our products that protect policyholders may decrease our earnings or increase the volatility of our results of operations or financial position under U.S. GAAP if our hedging or risk management strategies prove ineffective or insufficient; (21) if we are unable to attract and retain qualified employees and sales representatives and develop new distribution sources, our results of operations, financial condition and sales of our products may be adversely impacted; (22) our international businesses face political, legal, operational and other risks that could reduce our profitability in those businesses; (23) we may need to fund deficiencies in our Closed Block assets; (24) a pandemic, terrorist attack, military action or other catastrophic event could adversely affect our net income; (25) our reinsurers could default on their obligations or increase their rates, which could adversely impact our net income and financial condition; (26) we face risk arising from acquisition of businesses; (27) a computer system failure or security breach could disrupt our business, damage our reputation and adversely impact our profitability; (28) loss of key vendor relationships or failure of a vendor to protect information of our customers or employees could adversely affect our business or result in losses; and (29) our financial results may be adversely impacted by global climate changes.

## Overview

We provide financial products and services through the following reportable segments:

- Retirement and Income Solutions is organized into Retirement and Income Solutions — Fee, which includes full service accumulation, trust services and individual variable annuities; and Retirement and Income Solutions — Spread, which includes individual fixed annuities, investment only, full service payout and banking services. We offer a comprehensive portfolio of products and services for retirement savings and retirement income:
  - To businesses of all sizes with a concentration on small and medium-sized businesses, we offer products and services for defined contribution plans, including 401(k) and 403(b) plans, defined benefit pension plans, nonqualified executive benefit plans, employee stock ownership plan services and pension closeout services. For more basic retirement services, we offer SIMPLE Individual Retirement Accounts (“IRA”) and payroll deduction plans;
  - To large institutional clients, we also offer investment only products, including investment only guaranteed investment contracts (“GICs”); and
  - To employees of businesses and other individuals, we offer the ability to accumulate savings for retirement and other purposes through mutual funds, individual annuities and bank products, along with retirement income options.
- Principal Global Investors, which includes our mutual fund business, manages assets for sophisticated investors around the world, using a multi-boutique strategy that provides diverse investment capabilities including equity, fixed income, real estate and other alternative investments. We also have experience in asset allocation, stable value management and other structured investment strategies. We focus on providing services to our other segments in addition to our retail mutual fund and third party institutional clients.
- Principal International, which offers pension accumulation products and services, mutual funds, asset management, income annuities and life insurance accumulation products through operations in Brazil, Chile, China, Hong Kong Special Administrative Region, India, Mexico and Southeast Asia.
- U.S. Insurance Solutions, which provides specialty benefits insurance and individual life insurance in the U.S. Our specialty benefits insurance products include group dental and vision insurance, individual and group disability insurance, group life insurance and non-medical fee-for-service claims administration. Our individual life insurance products include universal and variable universal life insurance and traditional life insurance.
- Corporate, which manages the assets representing capital that has not been allocated to any other segment. Financial results of the Corporate segment primarily reflect our financing activities (including interest expense and preferred stock dividends), income on capital not allocated to other segments, inter-segment eliminations, income tax risks and certain income, expenses and other adjustments not allocated to the segments based on the nature of such items. Results of Principal Securities, Inc., our retail broker-dealer and registered investment advisor, and our exited group medical insurance business are reported in this segment.

## Transactions Affecting Comparability of Results of Operations

### Acquisitions

We entered into acquisition agreements for the following businesses.

**AXA Hong Kong Pension Business.** On September 1, 2015, we finalized the purchase of AXA’s MPF and ORSO pension business in Hong Kong for \$335.5 million. As part of the transaction, we entered into an exclusive 15-year distribution agreement with AXA to provide co-branded pension products through AXA’s extensive agency network in Hong Kong. We more than doubled the AUM in our Hong Kong pension business to \$5.9 billion. AXA’s MPF and ORSO pension business is consolidated within our Principal International segment.

**Columbus Circle Investors.** On September 30, 2014, we acquired an additional 24.65% interest in Columbus Circle Investors from the minority shareholder partners and contracted to purchase the remaining interest from the minority shareholder partners in two installments. The first installment for an additional 2.5% interest was paid on April 28, 2015. The second installment for the remaining 2.5% interest was paid on April 28, 2016. We now own 100% of Columbus Circle Investors, which is consolidated within our Principal Global Investors segment.

**Other**

**Chilean Legal Entity Merger.** In January 2015, we received regulatory approval and executed upon the merger of two of our Chilean legal entities. As a result of the merger, we recognized a \$105.2 million benefit in net income available to common stockholders in first quarter 2015 to reflect a change in deferred tax balances related to the merged entity.

**Fluctuations in Foreign Currency to U.S. Dollar Exchange Rates**

Fluctuations in foreign currency to U.S. dollar exchange rates for countries in which we have operations can affect reported financial results. In years when foreign currencies weaken against the U.S. dollar, translating foreign currencies into U.S. dollars results in fewer U.S. dollars to be reported. When foreign currencies strengthen, translating foreign currencies into U.S. dollars results in more U.S. dollars to be reported.

Foreign currency exchange rate fluctuations create variances in our financial statement line items but have not had a material impact on our consolidated financial results. Principal International segment pre-tax operating earnings were negatively impacted \$9.3 million and \$25.9 million for the three and six months ended June 30, 2016, as a result of fluctuations in foreign currency to U.S. dollar exchange rates. This impact was calculated by comparing (a) the difference between current year results and prior year results to (b) the difference between current year results and prior year results translated using current year exchange rates for both periods. We use this approach to calculate the impact of exchange rates on all revenue and expense line items. For a discussion of our approaches to managing foreign currency exchange rate risk, see Item 3. “Quantitative and Qualitative Disclosures About Market Risk — Foreign Currency Risk.”

**Stock-Based Compensation Plans**

For information related to our Stock-Based Compensation Plans, see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 12, Stock-Based Compensation Plans.”

**Recent Regulatory Changes**

On April 6, 2016, the DOL released its final fiduciary definition regulation package. The regulation broadens the definition of a fiduciary under ERISA to include persons providing investment advice to an employee benefit plan or an IRA for a fee or other compensation. The DOL also released two new prohibited transaction class exemptions and amendments to current prohibited transaction exemptions. We have conducted a preliminary assessment of the impact of the new regulation to our business and future financial results, and we anticipate the costs will not have a significant effect on our financial condition or results of operations. As the rules become effective and are operationalized, we will assess what business impacts need to be addressed and how they affect the organization.

**Recent Accounting Changes**

For recent accounting changes, see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 1, Nature of Operations and Significant Accounting Policies” under the caption, “Recent Accounting Pronouncements.”

**Results of Operations**

The following table presents summary consolidated financial information for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
<i>(in millions)</i>						
Revenues:						
Premiums and other considerations	\$ 1,276.0	\$ 1,682.4	\$ (406.4)	\$ 2,558.4	\$ 2,598.8	\$ (40.4)
Fees and other revenues	916.8	901.5	15.3	1,772.7	1,852.3	(79.6)
Net investment income	799.2	789.9	9.3	1,560.9	1,513.8	47.1
Net realized capital gains (losses), excluding impairment losses on available-for-sale securities	43.7	(108.6)	152.3	228.4	(34.9)	263.3
Net other-than-temporary impairment (losses) recoveries on available-for-sale securities	(3.4)	(0.6)	(2.8)	(59.0)	13.4	(72.4)
Other-than-temporary impairment losses on fixed maturities, available-for-sale reclassified to (from) other comprehensive income	(6.6)	(5.4)	(1.2)	0.9	(26.9)	27.8
Net impairment losses on available-for-sale securities	(10.0)	(6.0)	(4.0)	(58.1)	(13.5)	(44.6)
Net realized capital gains (losses)	33.7	(114.6)	148.3	170.3	(48.4)	218.7
Total revenues	3,025.7	3,259.2	(233.5)	6,062.3	5,916.5	145.8
Expenses:						
Benefits, claims and settlement expenses	1,659.9	2,054.6	(394.7)	3,318.4	3,290.9	27.5
Dividends to policyholders	38.0	41.1	(3.1)	76.8	82.8	(6.0)
Operating expenses	927.9	869.0	58.9	1,827.4	1,790.2	37.2
Total expenses	2,625.8	2,964.7	(338.9)	5,222.6	5,163.9	58.7
Income before income taxes	399.9	294.5	105.4	839.7	752.6	87.1
Income taxes	72.9	29.6	43.3	143.5	58.6	84.9
Net income	327.0	264.9	62.1	696.2	694.0	2.2
Net income attributable to noncontrolling interest	4.7	7.3	(2.6)	5.9	14.0	(8.1)
Net income attributable to Principal Financial Group, Inc.	322.3	257.6	64.7	690.3	680.0	10.3
Preferred stock dividends	—	8.3	(8.3)	—	16.5	(16.5)
Excess of redemption value over carrying value of preferred shares redeemed	—	8.2	(8.2)	—	8.2	(8.2)
Net income available to common stockholders	\$ 322.3	\$ 241.1	\$ 81.2	\$ 690.3	\$ 655.3	\$ 35.0

**Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015**
**Net Income Available to Common Stockholders**

Net income available to common stockholders increased primarily due to net realized capital gains in 2016 as compared to net realized capital losses in 2015.

**Total Revenues**

Premiums decreased \$438.8 million for the Retirement and Income Solutions segment primarily due to lower sales of single premium group and individual annuities with life contingencies. The single premium group annuity product, which is typically used to fund defined benefit plan terminations, can generate large premiums from very few customers and therefore premiums tend to vary from period to period.

Fees and other revenues increased \$15.1 million for the U.S. Insurance Solutions segment primarily due to growth in our individual life insurance business. Fees and other revenues increased for the Principal Global Investors segment primarily due to an \$18.9 million increase in performance fees primarily in our real estate business partially offset by a \$5.4 million decrease in commission income. These increases were partially offset by a \$16.2 million decrease for the Retirement and Income Solutions segment primarily due to lower fees stemming from a decrease in monthly mean account values, which resulted from a decrease in the daily average equity markets compared to the second quarter of 2015.

Net realized capital gains (losses) can be volatile due to other-than-temporary impairments of invested assets, mark-to-market adjustments of certain invested assets and our decision to sell invested assets. We had net realized capital gains in 2016 as compared to net realized capital losses in 2015 primarily due to a \$54.8 million decrease in losses from derivatives not designated as hedging instruments, a \$50.6 million increase in fixed maturities non-credit gains and a \$20.4 million write-off of unamortized book value on corporate owned real estate in 2015. For additional information, see “Investments — Investment Results.”

### **Total Expenses**

Benefits, claims and settlement expenses decreased \$404.4 million for the Retirement and Income Solutions segment primarily due to a smaller change in reserves resulting from lower sales of single premium group and individual annuities with life contingencies.

Operating expenses increased for the Corporate segment primarily due to a \$13.8 million increase in the amounts credited to employee accounts in a nonqualified defined contribution pension plan, a \$3.4 million impact of a court ruling on some uncertain tax positions in 2015 and a \$3.3 million increase in interest expense associated with debt issuances that occurred in the second quarter of 2015. Operating expenses increased for the U.S. Insurance Solutions segment primarily due to \$11.5 million growth in our specialty benefits insurance business and \$6.3 million higher amortization of DAC in our individual life insurance business. Operating expenses increased \$15.0 million for the Retirement and Income Solutions segment primarily due to an increase in amortization of DAC stemming from reserve gains due to changes in our own creditworthiness.

### **Income Taxes**

The effective income tax rates were 18% and 10% for the three months ended June 30, 2016 and 2015, respectively. The effective income tax rate for the three months ended June 30, 2016, was lower than the U.S. statutory rate primarily due to the benefits of 10% for income tax deductions allowed for corporate dividends received, 3% from the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income and 2% from tax credits. The effective income tax rate for the three months ended June 30, 2015, was lower than the U.S. statutory rate primarily due to the benefits of 14% for income tax deductions allowed for corporate dividends received, 3% from the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income and 2% from tax credits. The effective income tax rate increased to 18% from 10% for the three months ended June 30, 2016 and 2015, respectively, primarily due to an increase in pre-tax income with no proportionate change in permanent tax differences.

### ***Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015***

#### **Net Income Available to Common Stockholders**

Net income available to common stockholders increased \$128.3 million as a result of after-tax net realized capital gains in 2016 as compared to after-tax net realized capital losses in 2015 in our U.S. operations. Additionally, net income increased \$30.3 million as a result of a negative after-tax impact of a court ruling on some uncertain tax positions in 2015. These increases were partially offset by a \$105.2 million benefit from a change in deferred tax balances related to the merger of two of our Chilean legal entities in 2015 and \$26.9 million lower earnings in 2016.

#### **Total Revenues**

Premiums decreased \$95.7 million for the Retirement and Income Solutions segment primarily due to lower sales of single premium group and individual annuities with life contingencies. Premiums increased \$41.3 million for the U.S. Insurance Solutions segment primarily due to growth in our specialty benefits insurance business as a result of strong retention and sales. Premiums increased for the Principal International segment primarily due to \$25.1 million higher sales of single premium annuities with life contingencies in Chile partially offset by \$11.0 million weakening of the Chilean peso against the U.S. dollar.

Fees and other revenues decreased \$61.7 million for the Corporate segment primarily due to income on a tax indemnification recognized in 2015. Fees and other revenues decreased \$39.5 million for the Retirement and Income Solutions segment primarily due to lower fees stemming from a decrease in monthly mean account values, which resulted from a decrease in the daily average equity markets compared to 2015. Fees and other revenues increased \$27.5 million for the U.S. Insurance Solutions segment primarily due to growth in our individual life insurance business.

Net investment income increased primarily due to an \$87.4 million increase due to higher average invested assets in our U.S. operations, partially offset by a \$41.9 million decrease due to lower investment yields on our average invested assets and cash. For additional information, see “Investments — Investment Results.”

Net realized capital gains (losses) can be volatile due to other-than-temporary impairments of invested assets, mark-to-market adjustments of certain invested assets and our decision to sell invested assets. We had net realized capital gains in 2016 as compared to net realized capital losses in 2015 primarily due to change in derivatives not designated as hedging instruments. For additional information, see “Investments — Investment Results.”

### **Total Expenses**

Benefits, claims and settlement expenses increased \$49.2 million for the U.S. Insurance Solutions segment primarily due to growth in the business. Benefits, claims and settlement expenses increased \$24.9 million for the Principal International segment primarily due to higher sales of single premium annuities with life contingencies in Chile. Benefits, claims and settlement expenses decreased \$46.1 million for the Retirement and Income Solutions segment primarily due to a smaller change in reserves resulting from lower sales of single premium group and individual annuities with life contingencies.

Operating expenses increased \$44.8 million for the Retirement and Income Solutions segment primarily due to an increase in amortization of DAC stemming from reserve gains due to changes in our own creditworthiness. Operating expenses increased for the U.S. Insurance Solutions segment primarily due to \$12.5 million growth in our specialty benefits insurance business and \$11.2 million higher amortization of DAC in our individual life insurance business. Operating expenses decreased \$36.1 million for the Corporate segment primarily due to the negative impact of a court ruling on some uncertain tax positions in 2015.

### **Income Taxes**

The effective income tax rates were 17% and 8% for the six months ended June 30, 2016 and 2015, respectively. The effective income tax rate for the six months ended June 30, 2016, was lower than the U.S. statutory rate primarily due to the benefits of 9% for income tax deductions allowed for corporate dividends received, 2% from the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income and 2% from tax credits. The effective income tax rate for the six months ended June 30, 2015, was lower than the U.S. statutory rate primarily due to the benefits of 14% from a change in deferred tax balances related to the merger of two of our Chilean legal entities, 12% for income tax deductions allowed for corporate dividends received and 2% from the presentation of taxes on our share of earnings generated from equity method investments reflected in net investment income. These were partially offset by the 6% negative impact of a court ruling on some uncertain tax positions. The effective income tax rate increased to 17% from 8% for the six months ended June 30, 2016 and 2015, respectively, primarily due to a net 8% detriment associated with 2015 events not replicated in 2016. These events included the 14% benefit from the 2015 change in deferred tax balances related to the merger of two of our Chilean legal entities, partially offset by the 6% negative impact of a 2015 court ruling on some uncertain tax positions.

## Results of Operations by Segment

For results of operations by segment see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 11, Segment Information.”

### Retirement and Income Solutions Segment

#### Retirement and Income Solutions Segment Summary Financial Data

Net revenue is a key metric used to understand Retirement and Income Solutions earnings growth. Net revenue is defined as operating revenues less benefits, claims and settlement expenses less dividends to policyholders. Net revenue from Retirement and Income Solutions — Fee is primarily fee based and is impacted by changes in the equity markets. Net revenue from Retirement and Income Solutions — Spread is driven by the difference between investment income earned on the underlying general account assets and the interest rate credited to the contracts.

The following table presents the Retirement and Income Solutions net revenue for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	(in millions)					
Net revenue:						
Retirement and Income Solutions – Fee	\$ 381.5	\$ 401.9	\$ (20.4)	\$ 745.2	\$ 792.4	\$ (47.2)
Retirement and Income Solutions – Spread	121.7	125.3	(3.6)	236.4	232.0	4.4
Total Retirement and Income Solutions	<u>\$ 503.2</u>	<u>\$ 527.2</u>	<u>\$ (24.0)</u>	<u>\$ 981.6</u>	<u>\$ 1,024.4</u>	<u>\$ (42.8)</u>

The following table presents certain summary financial data relating to the Retirement and Income Solutions segment for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	(in millions)					
Operating revenues:						
Premiums and other considerations	\$ 662.7	\$ 1,101.5	\$ (438.8)	\$ 1,357.3	\$ 1,453.0	\$ (95.7)
Fees and other revenues	325.2	339.8	(14.6)	636.2	674.5	(38.3)
Net investment income	486.7	463.9	22.8	945.1	902.2	42.9
Total operating revenues	<u>1,474.6</u>	<u>1,905.2</u>	<u>(430.6)</u>	<u>2,938.6</u>	<u>3,029.7</u>	<u>(91.1)</u>
Expenses:						
Benefits, claims and settlement expenses, including dividends to policyholders	971.4	1,378.0	(406.6)	1,957.0	2,005.3	(48.3)
Operating expenses	308.5	310.3	(1.8)	605.5	604.6	0.9
Total expenses	<u>1,279.9</u>	<u>1,688.3</u>	<u>(408.4)</u>	<u>2,562.5</u>	<u>2,609.9</u>	<u>(47.4)</u>
Pre-tax operating earnings	<u>\$ 194.7</u>	<u>\$ 216.9</u>	<u>\$ (22.2)</u>	<u>\$ 376.1</u>	<u>\$ 419.8</u>	<u>\$ (43.7)</u>

#### Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015

##### Pre-Tax Operating Earnings

Pre-tax operating earnings decreased \$18.9 million in our Fee business primarily due to lower fees stemming from a decrease in monthly mean account values, which resulted from a decrease in the daily average equity markets compared to the second quarter of 2015.

##### Net Revenue

Net revenue decreased \$20.4 million in our Fee business primarily due to lower fees stemming from a decrease in monthly mean account values, which resulted from a decrease in the daily average equity markets compared to the second quarter of 2015.



**Operating Expenses**

Segment operating expenses remained relatively unchanged between the comparative time periods due to our continued focus on disciplined expense control.

**Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015**

**Pre-Tax Operating Earnings**

Pre-tax operating earnings decreased \$46.7 million in our Fee business primarily due to lower fees stemming from a decrease in monthly mean account values, which resulted from a decrease in the daily average equity markets compared to 2015. In addition, 2015 results benefited from a \$6.1 million transfer of the self-directed account business to a third party with no corresponding activity in 2016.

**Net Revenue**

Net revenue decreased \$47.2 million in our Fee business primarily due to lower fees stemming from a decrease in monthly mean account values, which resulted from a decrease in the daily average equity markets compared to 2015. In addition, 2015 results benefited from a \$6.1 million transfer of the self-directed account business to a third party with no corresponding activity in 2016.

**Operating Expenses**

Segment operating expenses remained relatively unchanged between the comparative time periods due to our continued focus on disciplined expense control.

**Principal Global Investors Segment**

**Principal Global Investors Segment Summary Financial Data**

AUM is a key indicator of earnings growth for the Principal Global Investors segment, as AUM is the base by which we generate revenues. Net cash flow and market performance are the two main drivers of AUM growth. Net cash flow reflects our ability to attract and retain client deposits. Market performance reflects equity, fixed income, real estate and other alternative investment market performance. The percentage growth in revenues of the segment will generally track with the percentage growth in AUM. This trend may vary due to changes in business and/or product mix.

The following table presents the AUM rollforward for assets managed by Principal Global Investors for the periods indicated:

	For the three months ended June 30,		For the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in billions)</i>			
AUM, beginning of period	\$ 368.3	\$ 355.2	\$ 360.8	\$ 342.7
Net cash flow	5.7	4.7	6.4	11.6
Investment performance (1)	9.5	(0.8)	14.9	6.1
Other	(0.7)	0.5	0.7	(0.8)
AUM, end of period	<u>\$ 382.8</u>	<u>\$ 359.6</u>	<u>\$ 382.8</u>	<u>\$ 359.6</u>

(1) Variations in investment performance are primarily the result of fluctuations in market performance over time.

The following table presents certain summary financial data relating to the Principal Global Investors segment for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Operating revenues:						
Fees and other revenues	\$ 348.9	\$ 336.8	\$ 12.1	\$ 660.0	\$ 664.3	\$ (4.3)
Net investment income	2.4	1.0	1.4	0.8	2.4	(1.6)
Total operating revenues	<u>351.3</u>	<u>337.8</u>	<u>13.5</u>	<u>660.8</u>	<u>666.7</u>	<u>(5.9)</u>
Expenses:						
Total expenses	232.5	238.3	(5.8)	461.1	473.5	(12.4)
Pre-tax operating earnings attributable to noncontrolling interest	1.3	1.0	0.3	2.5	2.1	0.4
Pre-tax operating earnings	<u>\$ 117.5</u>	<u>\$ 98.5</u>	<u>\$ 19.0</u>	<u>\$ 197.2</u>	<u>\$ 191.1</u>	<u>\$ 6.1</u>

### Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015

#### Pre-Tax Operating Earnings

Pre-tax operating earnings increased primarily due to an increase in performance fees in our real estate business.

### Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015

#### Pre-Tax Operating Earnings

Pre-tax operating earnings increased primarily due to an increase in performance fees in our real estate business.

## Principal International Segment

### Principal International Segment Summary Financial Data

AUM is generally a key indicator of earnings growth for the segment, as AUM is the base by which we can generate local currency profits. The Cuprum business in Chile differs in that the majority of fees are collected with each deposit by the mandatory retirement customers, based on a capped salary level, as opposed to asset levels. Net customer cash flow and market performance are the two main drivers of local currency AUM growth. Net customer cash flow reflects our ability to attract and retain client deposits. Market performance reflects the investment returns on our underlying AUM. Our financial results are also impacted by fluctuations of the foreign currency to U.S. dollar exchange rates for the countries in which we have business. AUM of our foreign subsidiaries is translated into U.S. dollar equivalents at the end of the reporting period using the spot foreign exchange rates. Revenue and expenses for our foreign subsidiaries are translated into U.S. dollar equivalents at the average foreign exchange rates for the reporting period.

The following table presents the Principal International segment AUM rollforward for the periods indicated:

	For the three months ended June 30,		For the six months ended June 30,	
	2016	2015	2016	2015
	<i>(in billions)</i>			
AUM, beginning of period	\$ 121.0	\$ 110.9	\$ 109.9	\$ 114.6
Net cash flow	3.2	3.6	4.1	5.9
Investment performance (1)	2.1	1.8	4.3	4.9
Operations acquired (2)	—	—	—	0.9
Effect of exchange rates	4.6	(0.8)	12.8	(10.6)
Other (3)	—	2.0	(0.2)	1.8
AUM, end of period	<u>\$ 130.9</u>	<u>\$ 117.5</u>	<u>\$ 130.9</u>	<u>\$ 117.5</u>

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- (1) Variations in investment performance are primarily the result of fluctuations in market performance over time.
- (2) Reflects the acquisition of Finansa Asset Management Limited in January 2015.
- (3) Reflects \$1.9 billion transfer of CIMB-Principal Islamic Asset Management Sdn. Bhd from Principal Global Investors in April 2015.

Net revenue is a key metric used to understand the earnings growth for the Principal International segment. The following table presents the net revenue of the Principal International segment for the periods indicated.

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Net revenue	\$ 165.7	\$ 161.9	\$ 3.8	\$ 324.4	\$ 327.4	\$ (3.0)

The following table presents certain summary financial data of the Principal International segment for the periods indicated.

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Operating revenues:						
Premiums and other considerations	\$ 74.1	\$ 73.8	\$ 0.3	\$ 130.7	\$ 116.7	\$ 14.0
Fees and other revenues	102.3	102.4	(0.1)	200.6	202.2	(1.6)
Net investment income	142.3	152.1	(9.8)	274.0	260.2	13.8
Total operating revenues	<u>318.7</u>	<u>328.3</u>	<u>(9.6)</u>	<u>605.3</u>	<u>579.1</u>	<u>26.2</u>
Expenses:						
Benefits, claims and settlement expenses	153.0	166.4	(13.4)	280.9	251.7	29.2
Operating expenses	95.4	89.5	5.9	185.8	173.8	12.0
Total expenses	<u>248.4</u>	<u>255.9</u>	<u>(7.5)</u>	<u>466.7</u>	<u>425.5</u>	<u>41.2</u>
Pre-tax operating earnings attributable to noncontrolling interest	0.4	0.2	0.2	0.7	0.6	0.1
Pre-tax operating earnings	<u>\$ 69.9</u>	<u>\$ 72.2</u>	<u>\$ (2.3)</u>	<u>\$ 137.9</u>	<u>\$ 153.0</u>	<u>\$ (15.1)</u>

**Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015**

**Pre-Tax Operating Earnings**

Pre-tax operating earnings decreased primarily due to \$8.9 million weakening of Latin American currencies against the U.S. dollar partially offset by \$6.1 million higher earnings in our equity method investment in Brazil.

**Net Revenue**

Net revenue increased primarily due to \$10.6 million higher earnings in our equity method investments in Brazil and China and \$8.4 million from higher revenues in Hong Kong following the AXA acquisition in September 2015. These increases were partially offset by \$15.5 million weakening of Latin American currencies against the U.S. dollar.

**Operating Expenses**

Operating expenses increased primarily due to \$8.1 million growth in business in Hong Kong following the AXA acquisition in September 2015 and \$3.6 million higher staff-related costs across the segment due to growth of the business. These increases were partially offset by \$6.2 million weakening of the Chilean and Mexican pesos against the U.S. dollar.

**Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015**

**Pre-Tax Operating Earnings**

Pre-tax operating earnings decreased primarily due to \$25.1 million weakening of Latin American currencies against the U.S. dollar and \$9.2 million unfavorable market changes on our required regulatory investment in the pension funds of our Chilean pension company. These decreases were partially offset by \$22.0 million higher earnings in our equity method investments in China and Brazil.

**Net Revenue**

Net revenue decreased primarily due to \$40.4 million weakening of foreign currencies against the U.S. dollar and \$9.2 million due to unfavorable market changes on our required regulatory investment in the pension funds of our Chilean pension company. These decreases were partially offset by \$22.1 million higher earnings in our equity method investments in China and Brazil, \$17.7 million from higher revenues in Hong Kong following the AXA acquisition in September 2015 and \$6.9 million higher fees in Chile primarily from higher deposits from our mandatory business.

**Operating Expenses**

Operating expenses increased primarily due to \$16.6 million growth in business in Hong Kong following the AXA acquisition in September 2015 and \$7.0 million higher staff-related costs across the segment due to growth of the business. These increases were partially offset by \$14.1 million weakening of Latin American currencies against the U.S. dollar.

**U.S. Insurance Solutions Segment**

Several key drivers impact earnings growth in the U.S. Insurance Solutions segment. The ability of our distribution channels to generate new sales and retain existing business drives growth in our premium and fees. Our earnings growth also depends on our ability to price our products at a level that enables us to earn a margin over the cost of providing benefits and the expense of acquiring and administering those products. Factors impacting pricing decisions include competitive conditions, economic trends, retention, our ability to assess and manage trends in mortality and morbidity and our ability to manage operating expenses.

**U.S. Insurance Solutions Insurance Trends**

Premium and fees are a key metric for growth in the U.S. Insurance Solutions segment. We receive premiums on our specialty benefits insurance products as well as our traditional life insurance products. Fees are generated from our specialty benefits fee-for-service products as well as our universal life and variable universal life insurance products.

Premium and fees are influenced by economic, industry and regulatory trends. In our specialty benefits insurance business, premium and fees growth is a result of strong retention and sales, as well as continued in-group growth. In our individual life insurance business, we have intentionally decreased sales of certain interest sensitive products in favor of more traditional products due to the low interest rate environment.

The following table presents the U.S. Insurance Solutions segment premium and fees for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Premium and fees:						
Specialty benefits insurance	\$ 464.2	\$ 428.2	\$ 36.0	\$ 913.9	\$ 863.8	\$ 50.1
Individual life insurance	250.9	240.0	10.9	506.1	487.8	18.3

**U.S. Insurance Solutions Segment Summary Financial Data**

The following table presents certain summary financial data relating to the U.S. Insurance Solutions segment for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Operating revenues:						
Premiums and other considerations	\$ 539.2	\$ 507.1	\$ 32.1	\$ 1,070.4	\$ 1,029.1	\$ 41.3
Fees and other revenues	175.8	161.0	14.8	349.5	322.4	27.1
Net investment income	193.0	189.7	3.3	379.0	368.0	11.0
Total operating revenues	<u>908.0</u>	<u>857.8</u>	<u>50.2</u>	<u>1,798.9</u>	<u>1,719.5</u>	<u>79.4</u>
Expenses:						
Benefits, claims and settlement expenses	535.2	515.6	19.6	1,070.6	1,023.8	46.8
Dividends to policyholders	37.9	40.9	(3.0)	76.5	82.9	(6.4)
Operating expenses	231.3	213.2	18.1	467.7	442.8	24.9
Total expenses	<u>804.4</u>	<u>769.7</u>	<u>34.7</u>	<u>1,614.8</u>	<u>1,549.5</u>	<u>65.3</u>
Pre-tax operating earnings	<u>\$ 103.6</u>	<u>\$ 88.1</u>	<u>\$ 15.5</u>	<u>\$ 184.1</u>	<u>\$ 170.0</u>	<u>\$ 14.1</u>

**Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015**
**Pre-Tax Operating Earnings**

Pre-tax operating earnings increased \$15.1 million in our specialty benefits insurance business primarily due to favorable claim experience in all products.

**Operating Revenues**

Premium and fees increased \$36.0 million in our specialty benefits insurance business primarily due to growth in the business as a result of strong retention and sales. Premium and fees increased \$10.9 million in our individual life insurance business primarily due to growth in the business.

**Total Expenses**

Benefits, claims and settlement expenses increased \$12.7 million in our individual life insurance business primarily due to growth in the business. Benefits, claims and settlement expenses increased in our specialty benefits insurance business primarily due to \$23.2 million growth in the business, partially offset by \$16.3 million more favorable claim experience.

Operating expenses increased \$11.5 million in our specialty benefits insurance business primarily due to growth in the business. Operating expenses increased \$6.6 million in our individual life insurance business primarily due to higher amortization of DAC.

**Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015**
**Pre-Tax Operating Earnings**

Pre-tax operating earnings increased \$7.2 million in our individual life insurance business primarily due to improved interest margins. Pre-tax operating earnings increased in our specialty benefits insurance business primarily due to \$13.1 million of favorable claim experience and \$7.0 million growth in the business, partially offset by a \$10.8 million recovery of reinsurance premium net of the reinsurance expense allowance in 2015.

**Operating Revenues**

Premium and fees increased in our specialty benefits insurance business primarily due to \$67.6 million growth in the business, partially offset by the \$17.5 million recovery of reinsurance premiums in 2015. Premium and fees increased \$18.3 million in our individual life insurance business primarily due to growth in the business.

**Total Expenses**

Benefits, claims and settlement expenses increased \$30.7 million in our specialty benefits insurance business primarily due to growth in the business. Benefits, claims and settlement expenses increased \$16.1 million in our individual life insurance business primarily due to growth in the business.

Operating expenses increased in our specialty benefits insurance business primarily due to \$19.2 million growth in the business, partially offset by the reimbursement of a \$6.7 million reinsurance expense allowance in 2015. Operating expenses increased \$12.4 million in our individual life insurance business primarily due to higher amortization of DAC, which was largely driven by higher earnings.

**Corporate Segment**

**Corporate Segment Summary Financial Data**

The following table presents certain summary financial data relating to the Corporate segment for the periods indicated:

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Operating revenues:						
Total operating revenues	\$ (17.5)	\$ (9.0)	\$ (8.5)	\$ (30.6)	\$ (15.7)	\$ (14.9)
Expenses:						
Total expenses	37.1	30.3	6.8	77.2	60.7	16.5
Pre-tax operating earnings (losses) attributable to noncontrolling interest	(0.1)	6.9	(7.0)	—	7.1	(7.1)
Pre-tax operating losses	<u>\$ (54.5)</u>	<u>\$ (46.2)</u>	<u>\$ (8.3)</u>	<u>\$ (107.8)</u>	<u>\$ (83.5)</u>	<u>\$ (24.3)</u>

**Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015**

**Pre-Tax Operating Losses**

Pre-tax operating losses increased primarily due to a \$4.1 million decrease in Principal Securities, Inc. primarily related to a decrease in fee revenues and a \$4.0 million increase in interest expense associated with debt issuances that occurred in the second quarter of 2015.

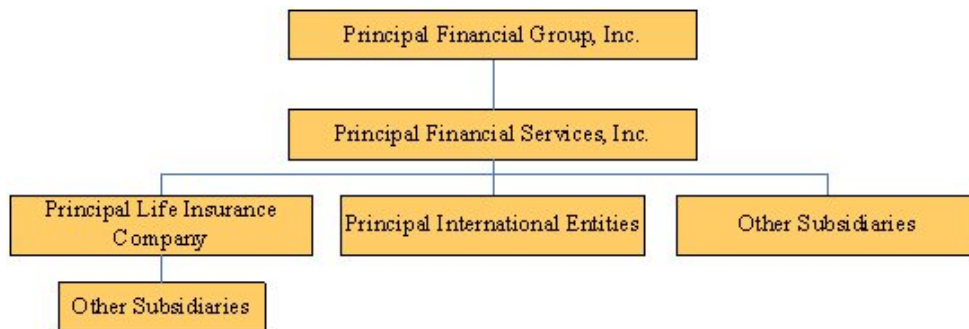
**Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015**

**Pre-Tax Operating Losses**

Pre-tax operating losses increased primarily due to a \$13.2 million increase in interest expense associated with debt issuances that occurred in the second quarter of 2015 and a \$9.4 million decrease in Principal Securities, Inc. primarily related to a decrease in fee revenues.

**Liquidity and Capital Resources**

Liquidity and capital resources represent the overall strength of a company and its ability to generate strong cash flows, borrow funds at a competitive rate and raise new capital to meet operating and growth needs. Our legal entity structure has an impact on our ability to meet cash flow needs as an organization. Following is a simplified organizational structure.



**Liquidity**

Our liquidity requirements have been and will continue to be met by funds from consolidated operations as well as the issuance of commercial paper, common stock, debt or other capital securities and borrowings from credit facilities. We believe that cash flows from these sources are sufficient to satisfy the current liquidity requirements of our operations, including reasonably foreseeable contingencies.

We maintain a level of cash and securities which, combined with expected cash inflows from investments and operations, is believed to be adequate to meet anticipated short-term and long-term payment obligations. We will continue our prudent capital management practice of regularly exploring options available to us to maximize capital flexibility, including accessing the capital markets and careful attention to and management of expenses.

We perform rigorous liquidity stress testing to ensure our asset portfolio includes sufficient high quality liquid assets that could be utilized to bolster our liquidity position under increasingly stressed market conditions. These assets could be utilized as collateral for secured borrowing transactions with various third parties or by selling the securities in the open market if needed.

We also manage liquidity risk by limiting the sales of liabilities with features such as puts or other options that can be exercised against the company at inopportune times. For example, as of June 30, 2016, approximately \$9.7 billion, or 99%, of our institutional guaranteed investment contracts and funding agreements cannot be redeemed by contractholders prior to maturity. Our individual annuity liabilities also contain surrender charges and other provisions limiting early surrenders.

The following table summarizes the withdrawal characteristics of our domestic general account investment contracts as of June 30, 2016.

	<u>Contractholder funds</u> <i>(in millions)</i>	<u>Percentage</u>
Not subject to discretionary withdrawal	\$ 10,641.1	35.3%
Subject to discretionary withdrawal with adjustments:		
Specified surrender charges	6,649.7	22.1
Market value adjustments	5,913.2	19.6
Subject to discretionary withdrawal without adjustments	6,905.4	22.9
Total domestic investment contracts	<u>\$ 30,109.4</u>	<u>99.9%</u>

Universal life insurance and certain traditional life insurance policies are also subject to discretionary withdrawals by policyholders. However, life insurance policies tend to be less susceptible to withdrawal than our investment contracts because policyholders may be subject to a new underwriting process in order to obtain a new life insurance policy. In addition, our life insurance liabilities include surrender charges to discourage early surrenders.

As of June 30, 2016 and December 31, 2015, we had short-term credit facilities with various financial institutions in an aggregate amount of \$1,005.0 million. As of June 30, 2016 and December 31, 2015, we had \$25.9 million and \$181.1 million, respectively, of outstanding borrowings, with no assets pledged as support as of June 30, 2016. During the first quarter of 2016, we extended or renewed \$869.0 million of our revolving credit facilities. The facilities and their new maturity dates include a \$400.0 million 5-year facility with PFG, PFS and Principal Life as co-borrowers, of which \$20.0 million matures March 2020 and \$380.0 million matures March 2021, a \$300.0 million 364-day facility with Principal Life as borrower that matures March 2017 and a \$200.0 million 3-year credit facility, with PFG, PFS, Principal Life and Principal Financial Services V (UK) LTD as co-borrowers, of which \$11.0 million matures March 2020 and \$189.0 million matures in March 2021. The revolving credit

facilities are committed and provide 100% back-stop support for our commercial paper program. The \$400.0 million facility is supported by sixteen banks through March 2020, reduced to \$380.0 million supported by fifteen banks thereafter, the \$300.0 million facility is supported by fifteen banks and the \$200.0 million facility is supported by fifteen banks through March 2020, reduced to \$189.0 million supported by fourteen banks thereafter, most of which have other relationships with us. In addition to the revolving credit facilities, Principal International Chile has the capacity to access up to \$60.0 million in unsecured lines of credit offered by Chilean financial institutions and Principal Life has a \$45.0 million unsecured line of credit. Due to the financial strength and the strong relationships we have with these providers, we are comfortable there is a very low risk the financial institutions would be unable or unwilling to fund these facilities.

**The Holding Companies: Principal Financial Group, Inc. and Principal Financial Services, Inc.** The principal sources of funds available to our parent holding company, PFG, to meet its obligations, including the payments of dividends on common stock, debt service and the repurchase of stock, are dividends from subsidiaries as well as its ability to borrow funds at competitive rates and raise capital to meet operating and growth needs. The declaration and payment of common stock dividends by us is subject to the discretion of our Board of Directors and will depend on our overall financial condition, results of operations, capital levels, cash requirements, future prospects, receipt of dividends from Principal Life (as described below), risk management considerations and other factors deemed relevant by the Board. No significant restrictions limit the payment of dividends by PFG, except those generally applicable to corporations incorporated in Delaware. Dividends from Principal Life, our primary subsidiary, are limited by Iowa law.

Under Iowa law, Principal Life may pay dividends only from the earned surplus arising from its business and must receive the prior approval of the Insurance Commissioner of the State of Iowa (“the Commissioner”) to pay stockholder dividends or make any other distribution if such distributions would exceed certain statutory limitations. Iowa law gives the Commissioner discretion to disapprove requests for distributions in excess of these limits. Extraordinary dividends include those made within the preceding twelve months that exceed the greater of (i) 10% of Principal Life’s statutory policyholder surplus as of the previous year-end or (ii) the statutory net gain from operations from the previous calendar year. Based on December 31, 2015, statutory results, the dividend limitation for Principal Life is approximately \$937.0 million in 2016.

Total stockholder dividends paid by Principal Life to its parent as of June 30, 2016, were \$525.0 million. As of June 30, 2016, we had \$956.0 million of cash and liquid assets held in our holding companies and other subsidiaries which is available for corporate purposes.

**Operations.** Our primary consolidated cash flow sources are premiums from insurance products, pension and annuity deposits, asset management fee revenues, administrative services fee revenues, income from investments and proceeds from the sales or maturity of investments. Cash outflows consist primarily of payment of benefits to policyholders and beneficiaries, income and other taxes, current operating expenses, payment of dividends to policyholders, payments in connection with investments acquired, payments made to acquire subsidiaries, payments relating to policy and contract surrenders, withdrawals, policy loans, interest payments and repayment of short-term debt and long-term debt. Our investment strategies are generally intended to provide adequate funds to pay benefits without forced sales of investments. For a discussion of our investment objectives, strategies and a discussion of duration matching, see “Investments” as well as Item 3. “Quantitative and Qualitative Disclosures About Market Risk — Interest Rate Risk.”

**Cash Flows.** Activity, as reported in our consolidated statements of cash flows, provides relevant information regarding our sources and uses of cash. The following discussion of our operating, investing and financing portions of the cash flows excludes cash flows attributable to the separate accounts.

Net cash provided by operating activities was \$2,125.6 million and \$2,117.4 million for the six months ended June 30, 2016 and 2015, respectively. Our insurance business typically generates positive cash flows from operating activities, as premiums collected from our insurance products and income received from our investments exceed acquisition costs, benefits paid, redemptions and operating expenses. These positive cash flows are then invested to support the obligations of our insurance and investment products and required capital supporting these products. Our cash flows from operating activities are affected by the timing of premiums, fees and investment income received and benefits and expenses paid. Cash provided by operating activities in 2016 compared to 2015 was primarily flat, which included offsetting fluctuations in receivables and payables associated with the timing of settlements.

Net cash used in investing activities was \$3,674.0 million and \$937.1 million for the six months ended June 30, 2016 and 2015, respectively. The increase in cash used in investing activities in 2016 compared to 2015 was the result of increased purchases of available-for-sale securities primarily in the investment only and fixed annuities businesses.



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Net cash provided by financing activities was \$1,239.0 million for the six months ended June 30, 2016, compared to net cash used in financing activities of \$779.8 million for the six months ended June 30, 2015. The increase in cash provided by financing activities was the result of net investment contract deposits in 2016 as compared to net investment contract withdrawals in 2015 primarily due to new issuances in the investment only business in 2016. The increase was partially offset by the issuance of long term debt in 2015. The proceeds of the debt issuance were primarily used for the redemption of preferred stock in 2015.

**Shelf Registration.** Under our current shelf registration, we have the ability to issue in unlimited amounts, unsecured senior debt securities or subordinated debt securities, junior subordinated debt, preferred stock, common stock, warrants, depository shares, stock purchase contracts and stock purchase units of PFG, trust preferred securities of three subsidiary trusts and guarantees by PFG of these trust preferred securities. Our wholly owned subsidiary, PFS, may guarantee, fully and unconditionally or otherwise, our obligations with respect to any non-convertible securities, other than common stock, described in the shelf registration.

**Short-Term Debt.** The components of short-term debt were as follows:

	June 30, 2016	December 31, 2015
	<i>(in millions)</i>	
Short-term credit facilities	\$ —	\$ 157.2
Other recourse short-term debt	25.9	23.9
Total short-term debt	<u>\$ 25.9</u>	<u>\$ 181.1</u>

The short-term credit facilities are used for general corporate purposes and borrowings outstanding can fluctuate as part of working capital management.

**Long-Term Debt.** As of June 30, 2016, there have been no significant changes to long-term debt since December 31, 2015.

**Stockholders' Equity.** The following table summarizes our dividends to stockholders and repurchase of common stock.

	For the six months ended June 30, 2016	For the year ended December 31, 2015
	<i>(in millions)</i>	
Dividends to stockholders	\$ 223.2	\$ 441.0
Repurchase of common stock	209.7	300.6
Total cash returned to common stockholders	<u>\$ 432.9</u>	<u>\$ 741.6</u>

For additional stockholders' equity information, see Item 1. "Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 9, Stockholders' Equity."

**Capitalization**

The following table summarizes our capital structure:

	June 30, 2016	December 31, 2015
	<i>(\$ in millions)</i>	
Debt:		
Short-term debt	\$ 25.9	\$ 181.1
Long-term debt	3,270.2	3,265.2
Total debt	<u>3,296.1</u>	<u>3,446.3</u>
Equity excluding AOCI	10,519.0	10,194.1
Total capitalization excluding AOCI	<u>\$ 13,815.1</u>	<u>\$ 13,640.4</u>
Debt to equity excluding AOCI	31%	34%
Debt to capitalization excluding AOCI	24%	25%

***Contractual Obligations and Contractual Commitments***

As of June 30, 2016, there have been no significant changes to contractual obligations and contractual commitments since December 31, 2015.

***Off-Balance Sheet Arrangements***

***Variable Interest Entities.*** We have relationships with various types of special purpose entities and other entities where we have a variable interest as described in Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 2, Variable Interest Entities.”

***Guarantees and Indemnifications.*** As of June 30, 2016, there have been no significant changes to guarantees and indemnifications since December 31, 2015. For guarantee and indemnification information, see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 8, Contingencies, Guarantees and Indemnifications” under the caption, “Guarantees and Indemnifications.”

***Financial Strength and Credit Ratings***

Our ratings are influenced by the relative ratings of our peers/competitors as well as many other factors including our operating and financial performance, asset quality, liquidity, asset/liability management, overall portfolio mix, financial leverage (i.e., debt), risk exposures, operating leverage and other factors.

In April 2016, Standard & Poor’s (“S&P”) affirmed PFG’s credit ratings and the financial strength ratings of Principal Life and Principal National Life Insurance Company at ‘A+’. The outlook remains ‘stable’ for all ratings. Principal Life’s enterprise risk management rating was affirmed as ‘Strong’. The rating affirmation reflects S&P’s view that we are a leading competitor in the U.S. small to midsize 401(k) market, with strong asset management and insurance solution capabilities, strong competitive position supported by respected brand, diversified and sophisticated product portfolio and positive operating performance.

In January 2016, A.M. Best affirmed the credit ratings and financial strength ratings of Principal Life and Principal National Life Insurance Company at ‘A+’. The outlook remains ‘stable’ for all ratings. The affirmation reflects our strong business profile, consistently good sales and operating results and good financial flexibility.

In November 2015, Fitch affirmed the financial strength ratings of Principal Life and Principal National Life Insurance Company at ‘AA-’. The outlook remains ‘stable’ for all ratings. The affirmation reflects PFG’s strong capitalization and stable, balanced operating profitability, partially offset by above average exposure to direct mortgages and structured mortgage securities.

All four of the rating agencies maintain a ‘stable’ outlook on the U.S. life insurance sector. The rating agencies acknowledge that interest rates have remained at historically low levels for a longer than expected time. However, the agencies have also cited that the U.S. life insurance industry has maintained strong risk-adjusted capital, generated steady U.S. GAAP and statutory earnings, improved balance sheet fundamentals and enhanced risk focused decision making. Continued low rates will pressure interest margins and reserve adequacy, but the agencies believe that will not have a material impact and is manageable over the near term.

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The following table summarizes our significant financial strength and debt ratings from the major independent rating organizations. The debt ratings shown are indicative ratings. Outstanding issuances are rated the same as indicative ratings unless otherwise noted. Actual ratings can differ from indicative ratings based on contractual terms. A security rating is not a recommendation to buy, sell or hold securities. Such a rating may be subject to revision or withdrawal at any time by the assigning rating agency. Each rating should be evaluated independently of any other rating.

	<u>A.M. Best</u>	<u>Fitch</u>	<u>Standard &amp; Poor's</u>	<u>Moody's</u>
<b>Principal Financial Group</b>				
Senior Unsecured Debt (1)	a-		BBB+	Baa2
Junior Subordinated Debt (2)	bbb+		BBB	Baa3
<b>Principal Financial Services</b>				
Senior Unsecured Debt	a-		BBB+	Baa1
Commercial Paper	AMB-1		A-2	P-2
<b>Principal Life Insurance Company</b>				
Insurer Financial Strength	A+	AA-	A+	A1
Issuer Credit Rating	aa-			
Commercial Paper	AMB-1+		A-1+	P-1
Enterprise Risk Management Rating			Strong	
<b>Principal National Life Insurance Company</b>				
Insurer Financial Strength	A+	AA-	A+	A1

- (1) Principal Financial Group's senior debt issuance has been rated "Baa1" by Moody's.  
(2) Principal Financial Group's junior subordinated debt issuance has been rated "BBB-" by S&P, and "Baa2" by Moody's.

**Fair Value Measurement**

Fair value is defined as the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (an exit price). The fair value hierarchy prioritizes the inputs to valuation techniques used to measure fair value into three levels. The fair value hierarchy gives the highest priority (Level 1) to unadjusted quoted prices in active markets for identical assets or liabilities and gives the lowest priority (Level 3) to unobservable inputs. The level in the fair value hierarchy within which the fair value measurement in its entirety falls is determined based on the lowest level input that is significant to the fair value measurement in its entirety considering factors specific to the asset or liability. See Item 1. "Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 10, Fair Value Measurements" for further details, including a reconciliation of changes in Level 3 fair value measurements.

As of June 30, 2016, 40% of our net assets (liabilities) were Level 1, 56% were Level 2 and 4% were Level 3. Excluding separate account assets as of June 30, 2016, 4% of our net assets (liabilities) were Level 1, 96% were Level 2 and 0% were Level 3.

As of December 31, 2015, 39% of our net assets (liabilities) were Level 1, 57% were Level 2 and 4% were Level 3. Excluding separate account assets as of December 31, 2015, 4% of our net assets (liabilities) were Level 1, 95% were Level 2 and 1% were Level 3.

**Changes in Level 3 Fair Value Measurements**

Net assets (liabilities) measured at fair value on a recurring basis using significant unobservable inputs (Level 3) as of June 30, 2016, were \$7,608.9 million as compared to \$7,318.6 million as of December 31, 2015. The increase was primarily related to gains on and net purchases of other invested assets and real estate included in our separate account assets. The increase was partially offset by losses on bifurcated embedded derivatives in investment contracts.

Net assets (liabilities) measured at fair value on a recurring basis using significant unobservable inputs (Level 3) as of June 30, 2015, were \$6,780.5 million as compared to \$6,350.1 million as of December 31, 2014. The increase was primarily related to gains on other invested assets and real estate included in our separate account assets.

## Investments

We had total consolidated assets as of June 30, 2016, of \$223,074.2 million, of which \$76,687.4 million were invested assets. The rest of our total consolidated assets are comprised primarily of separate account assets for which we do not bear investment risk; therefore, the discussion and financial information below does not include such assets.

### Overall Composition of Invested Assets

Invested assets as of June 30, 2016, were predominantly high quality and broadly diversified across asset class, individual credit, industry and geographic location. Asset allocation is determined based on cash flow and the risk/return requirements of our products. As shown in the following table, the major categories of invested assets are fixed maturities and commercial mortgage loans. The remainder is invested in other investments, residential mortgage loans, real estate and equity securities. In addition, policy loans are included in our invested assets.

	June 30, 2016		December 31, 2015	
	Carrying amount	% of total	Carrying amount	% of total
	(\$ in millions)			
Fixed maturities:				
Public	\$ 39,741.8	52 %	\$ 35,308.9	50 %
Private	16,196.4	21	15,344.4	22
Equity securities	1,436.3	2	1,307.2	2
Mortgage loans:				
Commercial	11,527.8	15	11,237.8	16
Residential	1,158.0	2	1,101.6	2
Real estate held for sale	190.2	—	169.7	—
Real estate held for investment	1,283.8	2	1,282.1	2
Policy loans	831.6	1	817.1	1
Other investments	4,321.5	5	3,251.7	5
Total invested assets	<u>76,687.4</u>	<u>100 %</u>	<u>69,820.5</u>	<u>100 %</u>
Cash and cash equivalents	2,255.4		2,564.8	
Total invested assets and cash	<u>\$ 78,942.8</u>		<u>\$ 72,385.3</u>	

## Investment Results

### Net Investment Income

The following table presents the yield and investment income, excluding net realized capital gains and losses, for our invested assets for the periods indicated. We calculate annualized yields using a simple average of asset classes at the beginning and end of the reporting period. The yields for available-for-sale fixed maturities and available-for-sale equity securities are calculated using amortized cost and cost, respectively. All other yields are calculated using carrying amounts.

	For the three months ended June 30,						For the six months ended June 30,					
	2016		2015		Increase (decrease)		2016		2015		Increase (decrease)	
	Yield	Amount	Yield	Amount	Yield	Amount	Yield	Amount	Yield	Amount	Yield	Amount
	(\$ in millions)											
Fixed maturities	4.4 %	\$ 568.4	4.7 %	\$ 551.0	(0.3) %	\$ 17.4	4.4 %	\$ 1,118.1	4.5 %	\$ 1,062.8	(0.1) %	\$ 55.3
Equity securities	2.2	7.9	1.7	4.6	0.5	3.3	3.8	26.0	5.6	28.6	(1.8)	(2.6)
Mortgage loans — commercial	4.4	125.2	4.6	126.3	(0.2)	(1.1)	4.4	250.4	4.6	251.3	(0.2)	(0.9)
Mortgage loans — residential	5.7	16.4	7.5	20.8	(1.8)	(4.4)	5.6	31.4	5.8	32.2	(0.2)	(0.8)
Real estate	5.1	18.9	11.9	42.1	(6.8)	(23.2)	5.3	38.5	8.5	58.9	(3.2)	(20.4)
Policy loans	5.5	11.4	5.7	11.7	(0.2)	(0.3)	5.5	22.7	5.7	23.5	(0.2)	(0.8)
Cash and cash equivalents	0.6	3.5	0.4	2.0	0.2	1.5	0.6	7.2	0.4	3.8	0.2	3.4
Other investments	6.6	68.7	6.1	50.9	0.5	17.8	5.7	108.4	5.6	91.3	0.1	17.1
Total before investment expenses	4.4	820.4	4.8	809.4	(0.4)	11.0	4.4	1,602.7	4.6	1,552.4	(0.2)	50.3
Investment expenses	(0.1)	(21.2)	(0.1)	(19.5)	—	(1.7)	(0.1)	(41.8)	(0.1)	(38.6)	—	(3.2)
Net investment income	4.3 %	\$ 799.2	4.7 %	\$ 789.9	(0.4) %	\$ 9.3	4.3 %	\$ 1,560.9	4.5 %	\$ 1,513.8	(0.2) %	\$ 47.1

**Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015**

Net investment income increased primarily due to an increase in average invested assets in our U.S. operations, partially offset by lower investment yields on our average invested assets and cash and by the sale of certain real estate in the second quarter of 2015.

**Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015**

Net investment income increased primarily due to an increase in average invested assets in our U.S. operations, partially offset by lower investment yields on our average invested assets and cash and by the sale of certain real estate in the second quarter of 2015.

**Net Realized Capital Gains (Losses)**

The following table presents the contributors to net realized capital gains and losses for our invested assets for the periods indicated.

	For the three months ended June 30,			For the six months ended June 30,		
	2016	2015	Increase (decrease)	2016	2015	Increase (decrease)
	<i>(in millions)</i>					
Fixed maturities, available-for-sale – credit impairments (1)	\$ (8.4)	\$ (6.0)	\$ (2.4)	\$ (56.5)	\$ (13.5)	\$ (43.0)
Commercial mortgages – credit impairments	(1.1)	(0.5)	(0.6)	(0.7)	(1.1)	0.4
Other credit impairments	(0.2)	3.1	(3.3)	1.9	1.3	0.6
Fixed maturities, available-for-sale and trading – noncredit	46.9	(3.7)	50.6	56.5	5.3	51.2
Derivatives and related hedge activities	(26.8)	(81.6)	54.8	166.9	(31.6)	198.5
Other gains (losses)	23.3	(25.9)	49.2	2.2	(8.8)	11.0
Net realized capital gains (losses)	<u>\$ 33.7</u>	<u>\$ (114.6)</u>	<u>\$ 148.3</u>	<u>\$ 170.3</u>	<u>\$ (48.4)</u>	<u>\$ 218.7</u>

- (1) Includes credit impairments as well as losses on sales of fixed maturities to reduce credit risk, net of realized credit recoveries on the sale of previously impaired securities. Credit gains on sales, excluding associated foreign currency fluctuations that are included in derivatives and related hedging activities, were a net gain of \$0.2 million and \$0.3 million for the three months ended June 30, 2016 and 2015, and \$0.2 million and \$0.3 million for the six months ended June 30, 2016 and 2015, respectively.

**Three Months Ended June 30, 2016 Compared to Three Months Ended June 30, 2015**

Fixed maturities, available-for-sale and trading — noncredit had net gains in 2016 as compared to losses in 2015 primarily due to the sale of a long dated structured security in 2016.

Net realized capital losses on derivatives and related hedge activities decreased primarily due to decreased losses on the GMWB embedded derivatives, including changes in the spread reflecting our own creditworthiness, and related hedging instruments and on interest rate swap derivatives not designated as hedging instruments due to changes in interest rates. This was partially offset by increased losses from a Principal International segment embedded derivative.

Other gains (losses) reflected gains in 2016 as compared to losses in 2015 primarily due to a write-off of unamortized book value on corporate owned real estate in 2015, increased gains on equity securities, trading and gains in 2016 versus losses in 2015 on sponsored investment funds.

**Six Months Ended June 30, 2016 Compared to Six Months Ended June 30, 2015**

Net realized capital losses on fixed maturities, available-for-sale — credit impairments increased primarily due to higher impairments on corporate fixed maturities in the energy sector and structured fixed maturities.

Net realized capital gains on fixed maturities, available-for-sale and trading — noncredit increased primarily due to the sale of a long dated structured security in 2016 and gains versus losses on trading securities related to changes in interest rates and credit spreads.

Derivatives and related hedge activities had net gains in 2016 as compared to losses in 2015 primarily due to gains in 2016 versus losses in 2015 on the GMWB embedded derivatives, including changes in the spread reflecting our own creditworthiness, and related hedging instruments and on interest rate swap derivatives not designated as hedging instruments due to changes in interest rates.

## U.S. Investment Operations

Of our invested assets, \$69,560.4 million were held by our U.S. operations as of June 30, 2016. Our U.S. invested assets are managed primarily by our Principal Global Investors segment. Our primary investment objective is to maximize after-tax returns consistent with acceptable risk parameters. We seek to protect policyholders' benefits by optimizing the risk/return relationship on an ongoing basis, through asset/liability matching, reducing the credit risk, avoiding high levels of investments that may be redeemed by the issuer, maintaining sufficiently liquid investments and avoiding undue asset concentrations through diversification. We are exposed to two primary sources of investment risk:

- credit risk, relating to the uncertainty associated with the continued ability of an obligor to make timely payments of principal and interest and
- interest rate risk, relating to the market price and/or cash flow variability associated with changes in market yield curves.

Our ability to manage credit risk is essential to our business and our profitability. We devote considerable resources to the credit analysis of each new investment. We manage credit risk through industry, issuer and asset class diversification. Our Investment Committee, appointed by our Board of Directors, is responsible for establishing all investment policies and approving or authorizing all investments, except the Executive Committee of the Board must approve any investment transaction exceeding \$500.0 million. As of June 30, 2016, eleven members served on the Investment Committee, one of whom is a member of our Board of Directors. The remaining members were senior management members representing various areas of our company.

We purchase credit default swaps to hedge certain credit exposures in our investment portfolio and total return swaps and futures to hedge a portion of our investment portfolio from credit losses. We economically hedged credit exposure in our portfolio by purchasing credit default swaps with a notional amount of \$188.3 million and \$213.2 million, total return swaps of \$90.0 million and \$90.0 million, and futures of \$13.8 million and \$13.1 million as of June 30, 2016 and December 31, 2015, respectively. We sell credit default swaps to offer credit protection to investors when entering into synthetic replicating transactions. When selling credit protection, if there is an event of default by the referenced name, we are obligated to pay the counterparty the referenced amount of the contract and receive in return the referenced security. For further information on credit derivatives sold, see Item 1. "Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 4, Derivative Financial Instruments" under the caption, "Credit Derivatives Sold."

We also seek to manage call or prepayment risk arising from changes in interest rates. We assess and price for call or prepayment risks in all of our investments and monitor these risks in accordance with asset/liability management policies.

The amortized cost and weighted average yield, calculated using amortized cost, of non-structured fixed maturity securities that will be callable at the option of the issuer, excluding securities with a make-whole provision, were \$1,913.4 million and 3.6%, respectively, as of June 30, 2016 and \$1,554.9 million and 3.9%, respectively, as of December 31, 2015. In addition, the amortized cost and weighted average yield of residential mortgage-backed pass-through securities, residential collateralized mortgage obligations, and asset-backed securities - home equity with material prepayment risk were \$4,567.6 million and 3.2%, respectively, as of June 30, 2016 and \$4,391.9 million and 3.3%, respectively, as of December 31, 2015.

Our Fixed Income Securities Committee, consisting of fixed income securities senior management members, approves the credit rating for the fixed maturities we purchase. Teams of security analysts, organized by industry, analyze and monitor these investments. In addition, we have teams who specialize in RMBS, CMBS, ABS, municipals and below investment grade securities. Our analysts monitor issuers held in the portfolio on a continuous basis with a formal review documented annually or more frequently if material events affect the issuer. The analysis includes both fundamental and technical factors. The fundamental analysis encompasses both quantitative and qualitative analysis of the issuer. The qualitative analysis includes an assessment of both accounting and management aggressiveness of the issuer. In addition, technical indicators such as stock price volatility and credit default swap levels are monitored.

Our Fixed Income Securities Committee also reviews private transactions on a continuous basis to assess the quality ratings of our privately placed investments. We regularly review our investments to determine whether we should re-rate them, employing the following criteria:

- material changes in the issuer’s revenues or margins;
- significant management or organizational changes;
- significant changes regarding the issuer’s industry;
- debt service coverage or cash flow ratios that fall below industry-specific thresholds;
- violation of financial covenants and
- other business factors that relate to the issuer.

Our use of derivatives exposes us to counterparty risk, or the risk that the counterparty fails to perform the terms of the derivative contract. We actively manage this risk by:

- obtaining approval of all new counterparties by the Investment Committee;
- establishing exposure limits that take into account non-derivative exposure we have with the counterparty as well as derivative exposure;
- performing similar credit analysis prior to approval on each derivatives counterparty that we do when lending money on a long-term basis;
- diversifying our risk across numerous approved counterparties;
- implementing credit support annex (collateral) agreements (“CSAs”) for over-the-counter derivative transactions or similar agreements with a majority of our counterparties to further limit counterparty exposures, which provide for netting of exposures;
- limiting exposure to A credit or better for over-the-counter derivative counterparties without CSAs;
- conducting stress-test analysis to determine the maximum exposure created during the life of a prospective transaction;
- daily monitoring of counterparty credit ratings, exposures and associated collateral levels and
- trading mandatorily cleared contracts through centralized clearinghouses.

We manage our exposure on a net basis, whereby we net positive and negative exposures for each counterparty with agreements in place. For further information on derivative exposure, see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 3, Investments” under the caption, “Balance Sheet Offsetting.”

A dedicated risk management team is responsible for centralized monitoring of the commercial mortgage loan portfolio. We apply a variety of strategies to minimize credit risk in our commercial mortgage loan portfolio. When considering new commercial mortgage loans, we review the cash flow fundamentals of the property, make a physical assessment of the underlying security, conduct a comprehensive market analysis and compare against industry lending practices. We use a proprietary risk rating model to evaluate all new and substantially all existing loans within the portfolio. The proprietary risk model is designed to stress projected cash flows under simulated economic and market downturns. Our lending guidelines are typically 75% or less loan-to-value ratio and a debt service coverage ratio of at least 1.2 times. We analyze investments outside of these guidelines based on cash flow quality, tenancy and other factors. The following table presents loan-to-value and debt service coverage ratios for our brick and mortar commercial mortgages, excluding Principal Global Investors segment mortgages:

	<u>Weighted average loan-to-value ratio</u>		<u>Debt service coverage ratio</u>	
	<u>June 30, 2016</u>	<u>December 31, 2015</u>	<u>June 30, 2016</u>	<u>December 31, 2015</u>
New mortgages	49%	50%	2.3X	3.1X
Entire mortgage portfolio	46%	46%	2.7X	2.7X

Our investment decisions and objectives are a function of the underlying risks and product profiles of each primary business operation. In addition, we diversify our product portfolio offerings to include products that contain features that will protect us against fluctuations in interest rates. Those features include adjustable crediting rates, policy surrender charges and market value adjustments on liquidations. For further information on our management of interest rate risk, see Item 3. “Quantitative and Qualitative Disclosures About Market Risk — Interest Rate Risk.”

### Overall Composition of U.S. Invested Assets

As shown in the following table, the major categories of U.S. invested assets are fixed maturities and commercial mortgage loans. The remainder is invested in other investments, real estate, residential mortgage loans and equity securities. In addition, policy loans are included in our invested assets. The following discussion analyzes the composition of U.S. invested assets, but excludes invested assets of the separate accounts.

	June 30, 2016		December 31, 2015	
	Carrying amount	% of total	Carrying amount	% of total
	(\$ in millions)			
Fixed maturities:				
Public	\$ 35,945.5	52 %	\$ 31,756.0	50 %
Private	16,195.4	23	15,342.8	24
Equity securities	328.7	—	306.2	1
Mortgage loans:				
Commercial	11,479.8	17	11,194.9	18
Residential	624.6	1	596.1	1
Real estate held for sale	187.3	—	166.8	—
Real estate held for investment	1,282.0	2	1,280.4	2
Policy loans	808.7	1	796.3	1
Other investments	2,708.4	4	1,877.4	3
Total invested assets	<u>69,560.4</u>	<u>100 %</u>	<u>63,316.9</u>	<u>100 %</u>
Cash and cash equivalents	1,882.2		2,292.9	
Total invested assets and cash	<u>\$ 71,442.6</u>		<u>\$ 65,609.8</u>	

### Fixed Maturities

Fixed maturities include bonds, ABS, redeemable preferred stock and certain nonredeemable preferred securities. Included in the privately placed category as of June 30, 2016 and December 31, 2015, were \$11.1 billion and \$10.4 billion, respectively, of securities subject to certain holding periods and resale restrictions pursuant to Rule 144A of the Securities Act of 1933.

Fixed maturities were diversified by category of issuer, as shown in the following table for the periods indicated.

	June 30, 2016		December 31, 2015	
	Carrying amount	Percent of total	Carrying amount	Percent of total
	(\$ in millions)			
U.S. government and agencies	\$ 1,706.7	3 %	\$ 1,649.0	3 %
States and political subdivisions	5,529.5	11	4,784.1	10
Non-U.S. governments	510.3	1	423.9	1
Corporate - public	19,052.7	37	16,407.7	35
Corporate - private	12,463.1	24	12,049.1	26
Residential mortgage-backed pass-through securities	2,829.3	5	2,640.2	6
Commercial mortgage-backed securities	4,277.6	8	3,860.4	8
Residential collateralized mortgage obligations	1,658.1	3	1,556.4	3
Asset-backed securities	4,113.6	8	3,728.0	8
Total fixed maturities	<u>\$ 52,140.9</u>	<u>100 %</u>	<u>\$ 47,098.8</u>	<u>100 %</u>

We believe it is desirable to hold residential mortgage-backed pass-through securities due to their credit quality and liquidity as well as portfolio diversification characteristics. Our portfolio is comprised of Government National Mortgage Association, Federal National Mortgage Association and Federal Home Loan Mortgage Corporation pass-through securities. In addition, our residential collateralized mortgage obligation portfolio offers structural features that allow cash flows to be matched to our liabilities.

CMBS provide varying levels of credit protection, diversification and reduced event risk depending on the securities owned and composition of the loan pool. CMBS are predominantly comprised of large pool securitizations that are diverse by property type, borrower and geographic dispersion. The risks to any CMBS deal are determined by the credit quality of the



underlying loans and how those loans perform over time. Another key risk is the vintage of the underlying loans and the state of the markets during a particular vintage. In the CMBS market, there is a material difference in the outlook for the performance of loans originated in 2004 and earlier relative to loans originated in 2005 through 2008. For loans originated prior to 2005, underwriting assumptions were more conservative regarding required debt service coverage and loan-to-value ratios. For the 2005 through 2008 vintages, real estate values peaked and the underwriting expectations were that values would continue to increase, which makes those loan values more sensitive to market declines. The 2009 through 2016 vintages represent a return to debt service coverage ratios and loan-to-value ratios that more closely resemble loans originated prior to 2005.

We purchase ABS to diversify the overall credit risks of the fixed maturities portfolio and to provide attractive returns. The principal risks in holding ABS are structural and credit risks. Structural risks include the security's priority in the issuer's capital structure, the adequacy of and ability to realize proceeds from the collateral and the potential for prepayments. Credit risks involve collateral and issuer/servicer risk where collateral and servicer performance may deteriorate. Our ABS portfolio is diversified both by type of asset and by issuer. We actively monitor holdings of ABS to recognize adverse changes in the risk profile of each security. Prepayments in the ABS portfolio are, in general, insensitive to changes in interest rates or are insulated from such changes by call protection features. In the event that we are subject to prepayment risk, we monitor the factors that impact the level of prepayment and prepayment speed for those ABS. In addition, we hold a diverse class of securities, which limits our exposure to any one security.

The international exposure held in our U.S. operation's fixed maturities portfolio was 21% of total fixed maturities as of June 30, 2016 and 22% as of December 31, 2015. It is comprised of corporate and foreign government fixed maturities. The following table presents the carrying amount of our international exposure for our U.S. operation's fixed maturities portfolio for the periods indicated.

	<b>June 30, 2016</b>		<b>December 31, 2015</b>
	<i>(in millions)</i>		
European Union, excluding UK	<b>\$ 3,468.1</b>	\$	3,247.1
United Kingdom	<b>2,214.1</b>		2,293.2
Asia-Pacific	<b>1,506.2</b>		1,469.1
Australia/New Zealand	<b>1,285.5</b>		1,162.0
Latin America	<b>960.3</b>		885.9
Europe, non-European Union	<b>795.8</b>		824.3
Middle East and Africa	<b>369.1</b>		304.3
Other (1)	<b>289.7</b>		266.5
Total	<b>\$ 10,888.8</b>	\$	<b>10,452.4</b>

(1) Includes exposure from 2 countries and various supranational organizations as of both June 30, 2016, and December 31, 2015.

International fixed maturities exposure is determined by the country of domicile of the parent entity of an individual asset. All international fixed maturities held by our U.S. operations are either denominated in U.S. dollars or have been swapped into U.S. dollar equivalents. Our international investments are analyzed internally by country and industry credit investment professionals. We control concentrations using issuer and country level exposure benchmarks, which are based on the credit quality of the issuer and the country. Our investment policy limits total international fixed maturities investments and we are within those internal limits. Exposure to Canada is not included in our international exposure. As of June 30, 2016 and December 31, 2015, our investments in Canada totaled \$1,572.5 million and \$1,310.5 million, respectively.

**Fixed Maturities Credit Concentrations.** One aspect of managing credit risk is through industry, issuer and asset class diversification. Our credit concentrations are managed to established limits. The following table presents our top ten exposures as of June 30, 2016.

	<u>Amortized cost</u> <i>(in millions)</i>
Berkshire Hathaway Inc.	\$ 207.2
Exelon Corporation	181.2
Province of Quebec	180.9
Wells Fargo & Company	180.3
Duke Energy Corporation	170.8
Verizon Communications Inc.	164.6
AT&T Inc.	162.4
People's Republic of China	157.7
Citigroup Inc.	157.5
General Electric Company	153.7
Total top ten exposures	<u>\$ 1,716.3</u>

**Fixed Maturities Valuation and Credit Quality.** Valuation techniques for the fixed maturities portfolio vary by security type and the availability of market data. The use of different pricing techniques and their assumptions could produce different financial results. See Item 1. "Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 10, Fair Value Measurements" for further details regarding our pricing methodology. Once prices are determined, they are reviewed by pricing analysts for reasonableness based on asset class and observable market data. Investment analysts who are familiar with specific securities review prices for reasonableness through direct interaction with external sources, review of recent trade activity or use of internal models. All fixed maturities placed on the "watch list" are periodically analyzed by investment analysts or analysts that focus on troubled securities ("Workout Group"). This group then meets with the Chief Investment Officer and the Portfolio Managers to determine reasonableness of prices. The valuation of impaired bonds for which there is no quoted price is typically based on the present value of the future cash flows expected to be received. Although we believe these values reasonably reflect the fair value of those securities, the key assumptions about risk premiums, performance of underlying collateral (if any) and other market factors involve qualitative and unobservable inputs.

The Securities Valuation Office ("SVO") of the National Association of Insurance Commissioners ("NAIC") monitors the bond investments of insurers for regulatory capital and reporting purposes and, when required, assigns securities to one of six investment categories. For certain bonds, the NAIC designations closely mirror the Nationally Recognized Statistical Rating Organizations' ("NRSRO") credit ratings. For most corporate bonds, NAIC designations 1 and 2 include bonds considered investment grade by such rating organizations. Bonds are considered investment grade when rated "Baa3" or higher by Moody's, or "BBB-" or higher by S&P. NAIC designations 3 through 6 are referred to as below investment grade. Bonds are considered below investment grade when rated "Ba1" or lower by Moody's, or "BB+" or lower by S&P.

However, for loan-backed and structured securities, as defined by the NAIC, the NAIC rating is not always equivalent to an NRSRO rating as described below. For CMBS and non-agency RMBS, Blackrock Solutions undertakes the modeling of those NAIC ratings. Other loan-backed and structured securities may be subject to an intrinsic price matrix as provided by the NAIC. This may result in a final designation being higher or lower than the NRSRO credit rating.

The following table presents our total fixed maturities by NAIC designation and the equivalent ratings of the NRSROs as of the periods indicated as well as the percentage, based on fair value, that each designation comprises.

NAIC rating	Rating agency equivalent	June 30, 2016			December 31, 2015		
		Amortized cost	Carrying amount	Percent of carrying amount	Amortized cost	Carrying amount	Percent of carrying amount
(\$ in millions)							
1	AAA/AA/A	\$ 31,964.1	\$ 34,092.5	65 %	\$ 29,661.4	\$ 30,712.8	65 %
2	BBB	13,480.0	14,331.7	28	12,562.1	12,827.2	27
3	BB	2,952.2	2,925.1	6	2,932.2	2,829.1	7
4	B	664.9	603.5	1	606.4	547.3	1
5	CCC and lower	168.3	122.2	—	219.6	139.7	—
6	In or near default	84.1	65.9	—	46.5	42.7	—
	Total fixed maturities	<u>\$ 49,313.6</u>	<u>\$ 52,140.9</u>	<u>100 %</u>	<u>\$ 46,028.2</u>	<u>\$ 47,098.8</u>	<u>100 %</u>

Fixed maturities include 42 securities with an amortized cost of \$379.7 million, gross gains of \$14.4 million, gross losses of \$0.1 million and a carrying amount of \$394.0 million as of June 30, 2016, that are still pending a review and assignment of a rating by the SVO. Due to the timing of when fixed maturities are purchased, legal documents are filed and the review by the SVO is completed, there will always be securities in our portfolio that are unrated over a reporting period. In these instances, an equivalent rating is assigned based on our fixed income analyst's assessment.

**Commercial Mortgage-Backed Securities.** As of June 30, 2016, based on amortized cost, 94% of our CMBS portfolio had an NAIC rating of 1 and 62% was issued during the more conservative underwriting periods prior to 2005 and after 2008.

The following tables present our exposure by credit quality, based on NAIC ratings, and vintage for our CMBS portfolio as of the periods indicated.

NAIC rating	June 30, 2016							
	2004 and prior		2005 to 2008		2009 and after		Total	
	Amortized cost	Carrying amount	Amortized cost	Carrying amount	Amortized cost	Carrying amount	Amortized cost	Carrying amount
(in millions)								
1	\$ 118.5	\$ 127.7	\$ 1,385.5	\$ 1,389.8	\$ 2,503.8	\$ 2,539.5	\$ 4,007.8	\$ 4,057.0
2	6.8	7.0	72.1	71.4	—	—	78.9	78.4
3	—	—	66.2	60.7	—	—	66.2	60.7
4	1.6	1.3	42.6	35.8	—	—	44.2	37.1
5	3.9	2.0	37.3	31.3	—	—	41.2	33.3
6	2.1	2.2	11.0	8.9	—	—	13.1	11.1
Total (1)	<u>\$ 132.9</u>	<u>\$ 140.2</u>	<u>\$ 1,614.7</u>	<u>\$ 1,597.9</u>	<u>\$ 2,503.8</u>	<u>\$ 2,539.5</u>	<u>\$ 4,251.4</u>	<u>\$ 4,277.6</u>

(1) The CMBS portfolio included agency CMBS with a \$417.5 million amortized cost and a \$423.4 million carrying amount.

NAIC rating	December 31, 2015							
	2004 and prior		2005 to 2008		2009 and after		Total	
	Amortized cost	Carrying amount	Amortized cost	Carrying amount	Amortized cost	Carrying amount	Amortized cost	Carrying amount
(in millions)								
1	\$ 170.8	\$ 181.6	\$ 1,561.8	\$ 1,581.3	\$ 1,848.9	\$ 1,828.3	\$ 3,581.5	\$ 3,591.2
2	0.9	0.9	66.1	66.7	1.2	1.2	68.2	68.8
3	—	—	90.6	88.7	—	—	90.6	88.7
4	4.4	4.2	45.8	38.7	—	—	50.2	42.9
5	3.9	2.2	63.6	53.8	—	—	67.5	56.0
6	3.0	3.3	11.6	9.5	—	—	14.6	12.8
Total (1)	<u>\$ 183.0</u>	<u>\$ 192.2</u>	<u>\$ 1,839.5</u>	<u>\$ 1,838.7</u>	<u>\$ 1,850.1</u>	<u>\$ 1,829.5</u>	<u>\$ 3,872.6</u>	<u>\$ 3,860.4</u>

(1) The CMBS portfolio included agency CMBS with a \$392.9 million amortized cost and a \$392.4 million carrying amount.

**Fixed Maturities Watch List.** We monitor any decline in the credit quality of fixed maturities through the designation of “problem securities,” “potential problem securities” and “restructured securities”. We define problem securities in our fixed maturity portfolio as securities: (i) with principal and/or interest payments in default or where default is perceived to be imminent in the near term, or (ii) issued by a company that went into bankruptcy subsequent to the acquisition of such securities. We define potential problem securities in our fixed maturity portfolio as securities included on an internal “watch list” for which management has concerns as to the ability of the issuer to comply with the present debt payment terms and which may result in the security becoming a problem or being restructured. The decision whether to classify a performing fixed maturity security as a potential problem involves significant subjective judgments by our management as to the likely future industry conditions and developments with respect to the issuer. We define restructured securities in our fixed maturity portfolio as securities where a concession has been granted to the borrower related to the borrower’s financial difficulties that would not have otherwise been considered. We determine that restructures should occur in those instances where greater economic value will be realized under the new terms than through liquidation or other disposition and may involve a change in contractual cash flows. If the present value of the restructured cash flows is less than the current cost of the asset being restructured, a realized capital loss is recorded in net income and a new cost basis is established.

The following table presents the total carrying amount of our fixed maturities portfolio, as well as its problem, potential problem and restructured fixed maturities for the periods indicated.

	June 30, 2016	December 31, 2015
	(\$ in millions)	
Total fixed maturities (public and private)	\$ 52,140.9	\$ 47,098.8
Problem fixed maturities (1)	\$ 75.4	\$ 71.8
Potential problem fixed maturities	155.0	172.0
Total problem, potential problem and restructured fixed maturities	\$ 230.4	\$ 243.8
Total problem, potential problem and restructured fixed maturities as a percent of total fixed maturities	0.44 %	0.52 %

(1) The problem fixed maturities carrying amount is net of other-than-temporary impairment losses.

**Fixed Maturities Impairments.** We have a process in place to identify securities that could potentially have an impairment that is other than temporary. This process involves monitoring market events that could impact issuers’ credit ratings, business climate, management changes, litigation and government actions and other similar factors. This process also involves monitoring late payments, pricing levels, downgrades by rating agencies, key financial ratios, financial statements, revenue forecasts and cash flow projections as indicators of credit issues.

Each reporting period, a group of individuals including the Chief Investment Officer, our Portfolio Managers, members of our Workout Group and representatives from Investment Accounting review all securities to determine whether an other-than-temporary decline in value exists and whether losses should be recognized. The analysis focuses on each issuer’s ability to service its debts in a timely fashion. Formal documentation of the analysis and our decision is prepared and approved by management.

We consider relevant facts and circumstances in evaluating whether a credit or interest rate- related impairment of a security is other than temporary. Relevant facts and circumstances considered include: (1) the extent and length of time the fair value has been below cost; (2) the reasons for the decline in value; (3) the financial position and access to capital of the issuer, including the current and future impact of any specific events; (4) for structured securities, the adequacy of the expected cash flows and (5) our intent to sell the security or whether it is more likely than not we will be required to sell the security before recovery of its amortized cost which, in some cases, may extend to maturity. To the extent we determine that a security is deemed to be other than temporarily impaired, an impairment loss is recognized. For additional details, see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 3, Investments.”

We would not consider a security with unrealized losses to be other than temporarily impaired when it is not our intent to sell the security, it is not more likely than not that we would be required to sell the security before recovery of the amortized cost, which may be maturity, and we expect to recover the amortized cost basis. However, we do sell securities under certain circumstances, such as when we have evidence of a change in the issuer's creditworthiness, when we anticipate poor relative future performance of securities, when a change in regulatory requirements modifies what constitutes a permissible investment or the maximum level of investments held or when there is an increase in capital requirements or a change in risk weights of debt securities. Sales generate both gains and losses.

A number of significant risks and uncertainties are inherent in the process of monitoring impairments and determining if an impairment is other than temporary. These risks and uncertainties include: (1) the risk that our assessment of an issuer's ability to meet all of its contractual obligations will change based on changes in the credit characteristics of that issuer, (2) the risk that the economic outlook will be worse than expected or have more of an impact on the issuer than anticipated, (3) the risk that our investment professionals are making decisions based on fraudulent or misstated information in the financial statements provided by issuers and (4) the risk that new information obtained by us or changes in other facts and circumstances lead us to change our intent to not sell the security prior to recovery of its amortized cost. Any of these situations could result in a charge to net income in a future period.

The net realized loss relating to other-than-temporary credit impairments and credit related sales of fixed maturities was \$8.6 million and \$6.3 million for the three months ended June 30, 2016 and 2015, respectively, and \$56.7 million and \$13.6 million for the six months ended June 30, 2016 and 2015, respectively.

**Fixed Maturities Available-for-Sale**

The following tables present our fixed maturities available-for-sale by industry category and the associated gross unrealized gains and losses, including other-than-temporary impairment losses reported in AOCI, as of the periods indicated.

	June 30, 2016			
	Amortized cost	Gross unrealized gains	Gross unrealized losses	Carrying amount
	<i>(in millions)</i>			
Finance — Banking	\$ 4,143.6	\$ 151.6	\$ 139.6	\$ 4,155.6
Finance — Brokerage	326.1	23.5	—	349.6
Finance — Finance Companies	286.3	5.5	0.8	291.0
Finance — Financial Other	512.0	54.1	2.5	563.6
Finance — Insurance	2,346.0	261.8	13.1	2,594.7
Finance — REITS	1,056.0	57.5	0.9	1,112.6
Industrial — Basic Industry	1,170.3	65.1	19.7	1,215.7
Industrial — Capital Goods	1,842.9	162.5	1.0	2,004.4
Industrial — Communications	2,423.5	277.3	5.3	2,695.5
Industrial — Consumer Cyclical	1,484.4	99.1	2.3	1,581.2
Industrial — Consumer Non-Cyclical	3,322.8	270.1	2.1	3,590.8
Industrial — Energy	2,701.7	175.9	84.4	2,793.2
Industrial — Other	278.3	18.9	0.2	297.0
Industrial — Technology	1,284.3	62.8	1.5	1,345.6
Industrial — Transportation	1,274.4	98.5	6.1	1,366.8
Utility — Electric	3,287.0	303.2	7.2	3,583.0
Utility — Natural Gas	249.1	18.2	0.1	267.2
Utility — Other	237.3	26.2	—	263.5
Government guaranteed	1,203.2	135.2	5.6	1,332.8
Total corporate securities	<u>29,429.2</u>	<u>2,267.0</u>	<u>292.4</u>	<u>31,403.8</u>
Residential mortgage-backed pass-through securities	2,677.2	129.6	0.3	2,806.5
Commercial mortgage-backed securities	4,248.7	91.4	65.2	4,274.9
Residential collateralized mortgage obligations	1,574.1	54.5	3.0	1,625.6
Asset-backed securities — Home equity (1)	261.0	13.6	10.6	264.0
Asset-backed securities — All other	2,936.2	20.1	11.0	2,945.3
Collateralized debt obligations — Credit	52.2	—	21.9	30.3
Collateralized debt obligations — CMBS	3.1	—	—	3.1
Collateralized debt obligations — Loans	840.5	0.9	6.0	835.4
Total mortgage-backed and other asset-backed securities	<u>12,593.0</u>	<u>310.1</u>	<u>118.0</u>	<u>12,785.1</u>
U.S. government and agencies	1,443.9	89.9	—	1,533.8
States and political subdivisions	4,974.7	470.2	0.4	5,444.5
Non-U.S. governments	409.4	100.9	—	510.3
Total fixed maturities, available-for-sale	<u>\$ 48,850.2</u>	<u>\$ 3,238.1</u>	<u>\$ 410.8</u>	<u>\$ 51,677.5</u>

(1) This exposure is all related to sub-prime mortgage loans.

	December 31, 2015			
	Amortized	Gross	Gross	Carrying
	cost	unrealized	unrealized	amount
		gains	losses	
	<i>(in millions)</i>			
Finance — Banking	\$ 3,726.1	\$ 103.9	\$ 121.1	\$ 3,708.9
Finance — Brokerage	275.0	13.9	1.7	287.2
Finance — Finance Companies	191.2	3.5	1.0	193.7
Finance — Financial Other	476.8	47.3	1.3	522.8
Finance — Insurance	2,211.9	191.2	16.2	2,386.9
Finance — REITS	826.0	26.6	6.7	845.9
Industrial — Basic Industry	1,305.7	31.3	87.2	1,249.8
Industrial — Capital Goods	1,782.1	101.8	13.8	1,870.1
Industrial — Communications	2,271.1	168.8	20.2	2,419.7
Industrial — Consumer Cyclical	1,454.7	52.8	8.5	1,499.0
Industrial — Consumer Non-Cyclical	3,210.3	137.6	15.4	3,332.5
Industrial — Energy	2,801.8	81.6	228.3	2,655.1
Industrial — Other	313.1	11.5	1.7	322.9
Industrial — Technology	1,239.8	28.4	5.7	1,262.5
Industrial — Transportation	1,111.3	39.0	21.1	1,129.2
Utility — Electric	2,806.6	162.6	23.8	2,945.4
Utility — Natural Gas	240.5	9.6	2.2	247.9
Utility — Other	235.9	14.6	0.3	250.2
Government guaranteed	1,121.7	92.8	20.1	1,194.4
Total corporate securities	<u>27,601.6</u>	<u>1,318.8</u>	<u>596.3</u>	<u>28,324.1</u>
Residential mortgage-backed pass-through securities	2,537.2	89.0	11.9	2,614.3
Commercial mortgage-backed securities	3,870.3	65.3	77.5	3,858.1
Residential collateralized mortgage obligations	1,496.9	18.3	11.0	1,504.2
Asset-backed securities — Home equity (1)	279.7	14.5	10.5	283.7
Asset-backed securities — All other	2,753.1	6.4	13.9	2,745.6
Collateralized debt obligations — Credit	52.2	—	19.4	32.8
Collateralized debt obligations — CMBS	3.3	0.1	—	3.4
Collateralized debt obligations — Loans	633.3	1.3	7.2	627.4
Total mortgage-backed and other asset-backed securities	<u>11,626.0</u>	<u>194.9</u>	<u>151.4</u>	<u>11,669.5</u>
U.S. government and agencies	1,434.7	23.3	8.2	1,449.8
States and political subdivisions	4,477.5	234.5	19.3	4,692.7
Non-U.S. governments	349.6	77.1	2.8	423.9
Total fixed maturities, available-for-sale	<u>\$ 45,489.4</u>	<u>\$ 1,848.6</u>	<u>\$ 778.0</u>	<u>\$ 46,560.0</u>

(1) This exposure is all related to sub-prime mortgage loans.

Of the \$410.8 million in gross unrealized losses as of June 30, 2016, \$2.8 million in losses were attributed to securities scheduled to mature in one year or less, \$45.5 million attributed to securities scheduled to mature between one to five years, \$51.7 million attributed to securities scheduled to mature between five to ten years, \$192.8 million attributed to securities scheduled to mature after ten years and \$118.0 million related to mortgage-backed and other ABS that are not classified by maturity year. As of June 30, 2016, we were in a \$2,827.3 million net unrealized gain position as compared to a \$1,070.6 million net unrealized gain position as of December 31, 2015. The \$1,756.7 million increase in net unrealized gains for the six months ended June 30, 2016, can primarily be attributed to an approximate 73 basis points decrease in interest rates, partially offset by widening of credit spreads.

**Fixed Maturities Available-for-Sale Unrealized Losses.** We believe that our long-term fixed maturities portfolio is well diversified among industry types and between publicly traded and privately placed securities. Each year, we direct the majority of our net cash inflows into investment grade fixed maturities. Our current policy is to limit the percentage of cash flow invested in below investment grade assets to 10% of cash flow.

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We invest in privately placed fixed maturities to enhance the overall value of the portfolio, increase diversification and obtain higher yields than are possible with comparable quality public market securities. Generally, private placements provide broader access to management information, strengthened negotiated protective covenants, call protection features and, where applicable, a higher level of collateral. They are, however, generally not freely tradable because of restrictions imposed by federal and state securities laws and illiquid trading markets.

The following table presents our fixed maturities available-for-sale by investment grade and below investment grade and the associated gross unrealized gains and losses, including the other-than-temporary impairment losses reported in OCI, as of the periods indicated.

	June 30, 2016				December 31, 2015			
	Amortized cost	Gross unrealized gains	Gross unrealized losses	Carrying amount	Amortized cost	Gross unrealized gains	Gross unrealized losses	Carrying amount
	<i>(in millions)</i>							
Investment grade:								
Public	\$ 31,511.6	\$ 2,352.7	\$ 129.1	\$ 33,735.2	\$ 28,703.7	\$ 1,285.3	\$ 327.9	\$ 29,661.1
Private	13,509.0	813.4	56.9	14,265.5	13,025.3	505.3	146.2	13,384.4
Below investment grade:								
Public	1,953.9	41.2	127.6	1,867.5	1,844.1	20.2	170.4	1,693.9
Private	1,875.7	30.8	97.2	1,809.3	1,916.3	37.8	133.5	1,820.6
Total fixed maturities, available-for-sale	<u>\$ 48,850.2</u>	<u>\$ 3,238.1</u>	<u>\$ 410.8</u>	<u>\$ 51,677.5</u>	<u>\$ 45,489.4</u>	<u>\$ 1,848.6</u>	<u>\$ 778.0</u>	<u>\$ 46,560.0</u>

The following tables present the carrying amount and the gross unrealized losses, including other-than-temporary impairment losses reported in OCI, on investment grade fixed maturities available-for-sale by aging category as of the periods indicated.

	June 30, 2016					
	Public		Private		Total	
	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses
	<i>(in millions)</i>					
Three months or less	\$ 356.9	\$ 3.3	\$ 381.9	\$ 1.7	\$ 738.8	\$ 5.0
Greater than three to six months	295.3	4.3	323.4	5.8	618.7	10.1
Greater than six to nine months	306.4	5.4	307.4	3.6	613.8	9.0
Greater than nine to twelve months	302.0	10.2	285.0	4.1	587.0	14.3
Greater than twelve to twenty-four months	663.2	19.0	415.3	11.2	1,078.5	30.2
Greater than twenty-four to thirty-six months	25.9	1.4	90.0	2.2	115.9	3.6
Greater than thirty-six months	461.2	85.5	195.3	28.3	656.5	113.8
Total fixed maturities, available-for-sale	<u>\$ 2,410.9</u>	<u>\$ 129.1</u>	<u>\$ 1,998.3</u>	<u>\$ 56.9</u>	<u>\$ 4,409.2</u>	<u>\$ 186.0</u>

	December 31, 2015					
	Public		Private		Total	
	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses
	<i>(in millions)</i>					
Three months or less	\$ 4,768.8	\$ 56.7	\$ 2,748.9	\$ 27.4	\$ 7,517.7	\$ 84.1
Greater than three to six months	817.4	37.3	699.0	25.9	1,516.4	63.2
Greater than six to nine months	1,851.3	86.2	931.9	44.0	2,783.2	130.2
Greater than nine to twelve months	476.1	19.7	171.0	7.0	647.1	26.7
Greater than twelve to twenty-four months	278.1	38.5	219.9	9.4	498.0	47.9
Greater than twenty-four to thirty-six months	313.6	12.7	191.6	10.5	505.2	23.2
Greater than thirty-six months	400.3	76.8	135.2	22.0	535.5	98.8
Total fixed maturities, available-for-sale	<u>\$ 8,905.6</u>	<u>\$ 327.9</u>	<u>\$ 5,097.5</u>	<u>\$ 146.2</u>	<u>\$ 14,003.1</u>	<u>\$ 474.1</u>



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The following tables present the carrying amount and the gross unrealized losses, including other-than-temporary impairment losses reported in OCI, on below investment grade fixed maturities available-for-sale by aging category as of the periods indicated.

	June 30, 2016					
	Public		Private		Total	
	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses
	<i>(in millions)</i>					
Three months or less	\$ 84.3	\$ 0.8	\$ 345.8	\$ 2.4	\$ 430.1	\$ 3.2
Greater than three to six months	26.9	1.5	24.1	0.8	51.0	2.3
Greater than six to nine months	126.8	5.4	65.2	2.2	192.0	7.6
Greater than nine to twelve months	48.3	7.5	72.1	2.4	120.4	9.9
Greater than twelve to twenty-four months	282.8	49.1	268.7	50.9	551.5	100.0
Greater than twenty-four to thirty-six months	6.7	2.5	61.0	4.1	67.7	6.6
Greater than thirty-six months	161.6	60.8	78.4	34.4	240.0	95.2
Total fixed maturities, available-for-sale	\$ 737.4	\$ 127.6	\$ 915.3	\$ 97.2	\$ 1,652.7	\$ 224.8

	December 31, 2015					
	Public		Private		Total	
	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses
	<i>(in millions)</i>					
Three months or less	\$ 316.2	\$ 8.5	\$ 380.3	\$ 4.9	\$ 696.5	\$ 13.4
Greater than three to six months	122.4	15.7	154.0	6.4	276.4	22.1
Greater than six to nine months	109.9	17.6	203.6	19.1	313.5	36.7
Greater than nine to twelve months	20.3	5.0	44.9	2.0	65.2	7.0
Greater than twelve to twenty-four months	156.6	67.8	200.9	67.0	357.5	134.8
Greater than twenty-four to thirty-six months	15.5	3.0	36.5	1.4	52.0	4.4
Greater than thirty-six months	181.0	52.8	78.0	32.7	259.0	85.5
Total fixed maturities, available-for-sale	\$ 921.9	\$ 170.4	\$ 1,098.2	\$ 133.5	\$ 2,020.1	\$ 303.9

The following tables present the carrying amount and the gross unrealized losses, including other-than-temporary impairment losses reported in OCI, on fixed maturities available-for-sale where the estimated fair value had declined and remained below amortized cost by 20% or more as of the periods indicated.

	June 30, 2016					
	Problem, potential problem and restructured		All other fixed maturity securities		Total	
	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses
	<i>(in millions)</i>					
Three months or less	\$ —	\$ —	\$ 47.7	\$ 13.9	\$ 47.7	\$ 13.9
Greater than three to six months	9.8	3.2	5.7	3.3	15.5	6.5
Greater than six to nine months	5.4	9.9	20.7	6.5	26.1	16.4
Greater than nine to twelve months	41.7	33.1	19.9	9.8	61.6	42.9
Greater than twelve months	28.5	26.7	290.2	153.3	318.7	180.0
Total fixed maturities, available-for-sale	\$ 85.4	\$ 72.9	\$ 384.2	\$ 186.8	\$ 469.6	\$ 259.7

	December 31, 2015					
	Problem, potential problem and restructured		All other fixed maturity securities		Total	
	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses	Carrying amount	Gross unrealized losses
	(in millions)					
Three months or less	\$ 13.6	\$ 13.9	\$ 321.0	\$ 110.4	\$ 334.6	\$ 124.3
Greater than three to six months	35.3	49.3	30.7	18.1	66.0	67.4
Greater than six to nine months	9.6	27.8	25.2	19.5	34.8	47.3
Greater than nine to twelve months	3.4	1.1	49.2	19.1	52.6	20.2
Greater than twelve months	23.7	25.9	237.5	106.4	261.2	132.3
Total fixed maturities, available-for-sale	<u>\$ 85.6</u>	<u>\$ 118.0</u>	<u>\$ 663.6</u>	<u>\$ 273.5</u>	<u>\$ 749.2</u>	<u>\$ 391.5</u>

### **Mortgage Loans**

Mortgage loans consist of commercial mortgage loans on real estate and residential mortgage loans. The carrying amount of our commercial mortgage loan portfolio was \$11,479.8 million and \$11,194.9 million as of June 30, 2016 and December 31, 2015, respectively. The carrying amount of our residential mortgage loan portfolio was \$624.6 million and \$596.1 million as of June 30, 2016 and December 31, 2015, respectively.

**Commercial Mortgage Loans.** We generally report commercial mortgage loans on real estate at cost adjusted for amortization of premiums and accrual of discounts, computed using the interest method and net of valuation allowances.

Commercial mortgage loans play an important role in our investment strategy by:

- providing strong risk-adjusted relative value in comparison to other investment alternatives;
- enhancing total returns and
- providing strategic portfolio diversification.

As a result, we have focused on constructing a high quality portfolio of mortgages. Our portfolio is generally comprised of mortgages originated with conservative loan-to-value ratios, high debt service coverages and general purpose property types with a strong credit tenancy.

Our commercial mortgage loan portfolio consists primarily of non-recourse, fixed rate mortgages on fully or near fully leased properties. The mortgage portfolio is comprised primarily of well anchored retail properties, office properties, general-purpose industrial properties and apartments.

Our commercial mortgage loan portfolio is diversified by geography and specific collateral property type. Commercial mortgage lending in the state of California accounted for 19 % and 18 % of our commercial mortgage loan portfolio before valuation allowance as of June 30, 2016 and December 31, 2015, respectively. We are, therefore, exposed to potential losses resulting from the risk of catastrophes, such as earthquakes, that may affect the region. Like other lenders, we generally do not require earthquake insurance for properties on which we make commercial mortgage loans. With respect to California properties, however, we obtain an engineering report specific to each property. The report assesses the building's design specifications, whether it has been upgraded to meet seismic building codes and the maximum loss that is likely to result from a variety of different seismic events. We also obtain a report that assesses, by building and geographic fault lines, the amount of loss our commercial mortgage loan portfolio might suffer under a variety of seismic events.

The typical borrower in our commercial loan portfolio is a single purpose entity or single asset entity. As of June 30, 2016 and December 31, 2015, the total number of commercial mortgage loans outstanding was 852 and 878, of which 57% and 60% were for loans with principal balances less than \$10.0 million, respectively. The average loan size of our commercial mortgage portfolio was \$13.5 million and \$12.8 million as of June 30, 2016 and December 31, 2015, respectively.

**Commercial Mortgage Loan Credit Monitoring.** For further details on monitoring and management of our commercial mortgage loan portfolio, see Item 1. "Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 3, Investments — Mortgage Loan Credit Monitoring."

We categorize loans that are 60 days or more delinquent, loans in process of foreclosure and loans with borrowers or credit tenants in bankruptcy that are delinquent as "problem" loans. Valuation allowances or charge-offs have been recognized on most problem loans. We categorize loans that are delinquent less than 60 days where the default is expected to be cured and

loans with borrowers or credit tenants in bankruptcy that are current as “potential problem” loans. The decision whether to classify a loan delinquent less than 60 days as a potential problem involves significant subjective judgments by management as to the likely future economic conditions and developments with respect to the borrower. We categorize loans for which the original note rate has been reduced below market and loans for which the principal has been reduced as “restructured” loans. We also consider loans that are refinanced more than one year beyond the original maturity or call date at below market rates as restructured.

The following table presents the carrying amounts of problem, potential problem and restructured commercial mortgages relative to the carrying amount of all commercial mortgages for the periods indicated.

	June 30, 2016	December 31, 2015
	(\$ in millions)	
Total commercial mortgages	\$ 11,479.8	\$ 11,194.9
Problem commercial mortgages	\$ 9.5	\$ —
Potential problem commercial mortgages	—	16.2
Total problem, potential problem and restructured commercial mortgages	\$ 9.5	\$ 16.2
Total problem, potential problem and restructured commercial mortgages as a percent of total commercial mortgages	0.08%	0.14 %

**Commercial Mortgage Loan Valuation Allowance.** The valuation allowance for commercial mortgage loans includes loan specific reserves for loans that are deemed to be impaired as well as reserves for pools of loans with similar risk characteristics where a property risk or market specific risk has not been identified but for which we anticipate a loss may occur. For further details on the commercial mortgage loan valuation allowance, see Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 3, Investments — Mortgage Loan Valuation Allowance.”

The following table represents our commercial mortgage loan valuation allowance for the periods indicated.

	For the six months ended June 30, 2016	For the year ended December 31, 2015
	(\$ in millions)	
Balance, beginning of period	\$ 27.5	\$ 26.9
Provision	0.7	4.0
Charge-offs	—	(3.5)
Recoveries	—	0.1
Balance, end of period	\$ 28.2	\$ 27.5
Valuation allowance as % of carrying value before reserves	0.25%	0.25%

**Residential Mortgage Loans.** The residential mortgage loan portfolio is composed of home equity mortgages with an amortized cost of \$194.6 million and \$218.8 million and first lien mortgages with an amortized cost of \$450.6 million and \$401.2 million as of June 30, 2016 and December 31, 2015, respectively. The home equity loans are generally second lien mortgages made up of closed-end loans and lines of credit. Non-performing residential mortgage loans, which are defined as loans 90 days or greater delinquent plus non-accrual loans, totaled \$13.8 million and \$16.0 million as of June 30, 2016 and December 31, 2015, respectively.

We establish the residential mortgage loan valuation allowance at levels considered adequate to absorb estimated probable losses within the portfolio based on management’s evaluation of the size and current risk characteristics of the portfolio. Such evaluation considers numerous factors, including, but not limited to net charge-off trends, loss forecasts, collateral values, geographic location, borrower credit scores, delinquency rates, industry condition and economic trends. The changes in the valuation allowance are reported in net realized capital gains (losses) on our consolidated statements of operations.

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Our residential mortgage loan portfolio, and in particular our home equity loan portfolio, experienced an increase in loss severity from sustained elevated levels of unemployment along with continued depressed collateral values beginning in 2010. While these factors continue to drive charge-offs, loss rates overall have stabilized and the home equity loan portfolio balance continues to decline. The following table represents our residential mortgage loan valuation allowance for the periods indicated.

	For the six months ended June 30, 2016	For the year ended December 31, 2015
	<i>(\$ in millions)</i>	
Balance, beginning of period	\$ 23.9	\$ 29.1
Provision	(3.3)	0.1
Charge-offs	(1.6)	(8.9)
Recoveries	1.6	3.6
Balance, end of period	<u>\$ 20.6</u>	<u>\$ 23.9</u>
Valuation allowance as % of carrying value before reserves	<u>3.2%</u>	<u>3.9%</u>

**Real Estate**

Real estate consists primarily of commercial equity real estate. As of June 30, 2016 and December 31, 2015, the carrying amount of our equity real estate investment was \$1,469.3 million, or 2%, and \$1,447.2 million, or 2%, of U.S. invested assets, respectively. Our commercial equity real estate is held in the form of wholly owned real estate, real estate acquired upon foreclosure of commercial mortgage loans and majority owned interests in real estate joint ventures.

Equity real estate is categorized as either “real estate held for investment” or “real estate held for sale.” Real estate held for investment totaled \$1,282.0 million and \$1,280.4 million as of June 30, 2016 and December 31, 2015, respectively. The carrying value of real estate held for investment is generally adjusted for impairments whenever events or changes in circumstances indicate the carrying amount of the asset may not be recoverable. Such impairment adjustments are recorded as net realized capital losses in our consolidated results of operations. Impairment adjustments recorded for the year ended December 31, 2015 were \$2.9 million. No such impairment adjustments were recorded for the six months ended June 30, 2016.

The carrying amount of real estate held for sale was \$187.3 million and \$166.8 million as of June 30, 2016 and December 31, 2015, respectively. Once we identify a real estate property to be sold and it is probable that it will be sold, we classify the property as held for sale. We establish a valuation allowance subject to periodic revisions, if necessary, to adjust the carrying value of the property to reflect the lower of its current carrying value or the fair value, less associated selling costs. No valuation allowance was established during the six months ended June 30, 2016, or the year ended December 31, 2015.

We use research, both internal and external, to recommend appropriate product and geographic allocations and changes to the equity real estate portfolio. We monitor product, geographic and industry diversification separately and together to determine the most appropriate mix.

Equity real estate is distributed across geographic regions of the country. As of June 30, 2016, our equity real estate portfolio was concentrated in the Pacific (35%), West South Central (19%) and South Atlantic (18%) regions of the United States. By property type, we had a concentration in office (46%) and apartments (27%) as of June 30, 2016.

**Other Investments**

Our other investments totaled \$2,708.4 million as of June 30, 2016, compared to \$1,877.4 million as of December 31, 2015. Derivative assets accounted for \$1,268.0 million and \$659.6 million in other investments as of June 30, 2016 and December 31, 2015, respectively. The remaining invested assets are primarily related to equity method investments, which include real estate properties owned jointly with venture partners and operated by the partners, and sponsored investment funds.

## International Investment Operations

Of our invested assets, \$7,127.0 million were held by our Principal International segment as of June 30, 2016. The assets are primarily managed by the local Principal International affiliate. Due to the regulatory constraints in each country, each company maintains its own investment policies. As shown in the following table, the major category of international invested assets is fixed maturities. The following table excludes invested assets of the separate accounts.

	June 30, 2016		December 31, 2015	
	Carrying amount	Percent of total	Carrying amount	Percent of total
	<i>(\$ in millions)</i>			
Fixed maturities:				
Public	\$ 3,796.3	53 %	\$ 3,552.9	55 %
Private	1.0	—	1.6	—
Equity securities	1,107.6	16	1,001.0	15
Mortgage loans:				
Commercial	48.0	1	42.9	1
Residential	533.4	7	505.5	8
Real estate held for sale	2.9	—	2.9	—
Real estate held for investment	1.8	—	1.7	—
Policy loans	22.9	—	20.8	—
Other investments:				
Direct financing leases	877.7	12	819.3	13
Investment in equity method subsidiaries	608.3	9	485.7	7
Derivative assets and other investments	127.1	2	69.3	1
Total invested assets	<u>7,127.0</u>	<u>100 %</u>	<u>6,503.6</u>	<u>100 %</u>
Cash and cash equivalents	373.2		271.9	
Total invested assets and cash	<u>\$ 7,500.2</u>		<u>\$ 6,775.5</u>	

Regulations in certain locations require investment in the funds we manage. These required regulatory investments are classified as equity securities, trading within our consolidated statements of financial position, with all mark-to-market changes reflected in net investment income. Our investment is primarily dictated by client activity and all investment performance is retained by us.

### Item 3. Quantitative and Qualitative Disclosures About Market Risk

#### Market Risk Exposures and Risk Management

Market risk is the risk we will incur losses due to adverse fluctuations in market rates and prices. Our primary market risk exposures are to interest rates, equity markets and foreign currency exchange rates. The active management of market risk is an integral part of our operations. We manage our overall market risk exposure within established risk tolerance ranges by using the following approaches:

- rebalance our existing asset or liability portfolios;
- control the risk structure of newly acquired assets and liabilities or
- use derivative instruments to modify the market risk characteristics of existing assets or liabilities or assets expected to be purchased.

#### Interest Rate Risk

Interest rate risk is the risk we will incur economic losses due to adverse changes in interest rates. We are exposed to interest rate risk from several sources:

- Due to the inherent difficulty in obtaining assets that mature or have their rate reset at the exact same time as the liabilities they support, assets may have to be reinvested or sold in the future to meet the liability cash flows in unknown interest rate environments.
- We may have timing differences between when new liabilities are priced and when assets are purchased or procured that can cause fluctuations in profitability if interest rates move materially in the interim.

- Prepayment options embedded within asset and liability contracts can alter the cash flow profiles from what was originally expected.
- The difference between the investment income we earn and the interest we credit to customers who own products with guaranteed minimum interest rates may decrease (or potentially become negative) during periods of sustained low interest rates.
- During periods of sustained low interest rates, the interest rates that we earn on our assets may be lower than the rates assumed in pricing our insurance products, thereby reducing our profitability. If interest rates remain low over a sustained period of time, this may result in increases in our reserves and/or unlocking of our DAC asset and other actuarial balances. For additional information, see Item 7. “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Critical Accounting Policies and Estimates — Deferred Acquisition Costs and Other Actuarial Balances” in our Annual Report on Form 10-K for the year ended December 31, 2015.
- During periods of rising interest rates, policy surrenders, withdrawals, and requests for policy loans may increase as customers seek to achieve higher returns. This may result in unlocking of our DAC and other actuarial balances. We may be required to sell assets to raise the cash necessary to respond to such surrenders, withdrawals and loans, thereby realizing capital losses on the assets sold. In addition, the value of fixed income assets we manage may decline in periods of rising interest rates, resulting in lower fee revenue that we may collect. A significant increase in interest rates may also cause a reduction in the fair value of intangible assets in our reporting units, potentially leading to an impairment of goodwill or other intangible assets.
- For our long-term borrowings, we are exposed to interest rate risk at the time of maturity or early redemption, when we may be required to refinance our obligations.
- We are exposed to interest rate risk based upon the discount rate assumption used for purposes of valuing our pension and OPEB obligations. For additional information, see Item 7. “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Critical Accounting Policies and Estimates — Benefit Plans” in our Annual Report on Form 10-K for the year ended December 31, 2015.

An increase in market interest rates may cause the fair value of our financial assets to decline. The reduction in the fair value of our financial assets would be partly offset by a corresponding reduction in the fair value of our financial liabilities. The following tables show the net estimated potential loss in fair value at a total company level from a hypothetical 100 basis point immediate, parallel increase in interest rates as of June 30, 2016, and December 31, 2015. Our selection of a 100 basis point immediate, parallel increase in interest rates is a hypothetical rate scenario we use to demonstrate potential risk. While a 100 basis point immediate, parallel increase does not represent our view of future market changes, it is a near term reasonably possible hypothetical change that illustrates the potential impact of such events. While these fair value measurements provide a representation of interest rate sensitivity, they are based on our portfolio exposures at a point in time and may not be representative of future market results. These exposures will change as a result of ongoing portfolio transactions in response to new business, management’s assessment of changing market conditions and available investment opportunities.

June 30, 2016				
Notional	Asset (liability) fair value	Hypothetical fair value after +100 basis point parallel yield curve shift	Hypothetical changes in fair value	
<i>(in millions)</i>				
Financial assets with interest rate risk:				
Fixed maturities, available-for-sale	\$ 55,281.3	\$ 52,271.6	\$ (3,009.7)	
Fixed maturities, trading	656.9	625.6	(31.3)	
Mortgage loans	13,398.4	12,785.0	(613.4)	
Policy loans	1,102.5	1,004.6	(97.9)	
Equity securities, trading	1,095.0	1,064.7	(30.3)	
Other investments	165.6	162.8	(2.8)	
Financial liabilities with interest rate risk:				
Investment contracts	(31,253.1)	(30,240.0)	1,013.1	
Long-term debt	(3,551.2)	(3,282.4)	268.8	
Bank deposits	(2,121.0)	(2,111.8)	9.2	
Derivatives with interest rate risk:				
Interest rate swaps	\$ 24,000.2	364.9	249.5	(115.4)
Currency swaps	1,683.0	(88.7)	(99.9)	(11.2)
Equity options	3,887.3	(7.6)	(79.5)	(71.9)
Interest rate options	4,900.0	52.0	31.4	(20.6)
Swaptions	77.0	—	—	—
Interest rate futures	343.0	3.6	24.0	20.4
Net estimated potential loss in fair value			\$ (2,693.0)	

December 31, 2015				
Notional	Asset (liability) fair value	Hypothetical fair value after +100 basis point parallel yield curve shift	Hypothetical changes in fair value	
<i>(in millions)</i>				
Financial assets with interest rate risk:				
Fixed maturities, available-for-sale	\$ 49,966.5	\$ 47,451.1	\$ (2,515.4)	
Fixed maturities, trading	686.8	663.1	(23.7)	
Mortgage loans	12,653.5	12,093.4	(560.1)	
Policy loans	1,023.1	931.7	(91.4)	
Equity securities, trading	721.3	693.5	(27.8)	
Other investments	200.1	195.4	(4.7)	
Financial liabilities with interest rate risk:				
Investment contracts	(28,880.6)	(28,053.4)	827.2	
Long-term debt	(3,411.9)	(3,152.6)	259.3	
Bank deposits	(2,074.4)	(2,065.4)	9.0	
Derivatives with interest rate risk:				
Interest rate swaps	\$ 21,704.2	81.1	(210.1)	(291.2)
Currency swaps	1,751.0	(113.5)	(121.1)	(7.6)
Equity options	3,604.8	(72.4)	(131.4)	(59.0)
Interest rate options	4,900.0	33.3	25.8	(7.5)
Swaptions	259.0	—	1.1	1.1
Interest rate futures	162.0	0.5	9.7	9.2
Net estimated potential loss in fair value			<u>\$ (2,482.6)</u>	

The tables include only the portion of assets and liabilities that are interest rate sensitive. Separate account assets and liabilities, which are interest rate sensitive, are not included in the tables, as any interest rate risk is borne by the holder of the separate account. The fair value sensitivities of our U.S. operations' foreign financial assets and liabilities have been netted within the currency swaps line item due to fully hedging the foreign exposure.

The tables above do not include approximately \$35,474.6 million of liabilities relating to insurance contracts involving significant mortality or morbidity risk as of June 30, 2016 and \$33,137.0 million as of December 31, 2015, which are not considered financial liabilities. We believe the interest rate sensitivities of these insurance liabilities would economically serve as a partial offset to the net interest rate risk of the financial assets and liabilities that are set forth in these tables.

Our net estimated potential loss in fair value as of June 30, 2016, increased \$210.4 million from December 31, 2015, primarily due to an increase in our invested assets and an increase in the duration of our financial assets with interest rate risk. This was partly offset by an increase in our exposure to pay fixed interest rate swaps due to hedging needs and an increase in the duration of our financial liabilities with interest rate risk.



The following table provides detail on the differences between the interest rates being credited to contractholders as of June 30, 2016, and the respective guaranteed minimum interest rates (“GMIRs”), broken down by GMIR level within the Retirement and Income Solutions and U.S. Insurance Solutions segments.

	Account values (1)					Total
	Excess of crediting rates over GMIR:					
At GMIR	Up to 0.50% above GMIR	0.51% to 1.00% above GMIR	1.01% to 2.00% above GMIR	2.01% or more above GMIR		
<i>(\$ in millions)</i>						
<b>Guaranteed minimum interest rate</b>						
<b>Retirement and Income Solutions</b>						
Up to 1.00%	\$ 564.4	\$ 824.1	\$ 4,998.1	\$ 1,242.4	\$ 162.5	\$ 7,791.5
1.01% - 2.00%	386.4	769.0	4.1	25.8	—	1,185.3
2.01% - 3.00%	6,338.6	661.7	0.2	12.0	—	7,012.5
3.01% - 4.00%	225.4	—	—	—	—	225.4
Subtotal	<u>7,514.8</u>	<u>2,254.8</u>	<u>5,002.4</u>	<u>1,280.2</u>	<u>162.5</u>	<u>16,214.7</u>
<b>U.S. Insurance Solutions</b>						
Up to 1.00%	—	5.1	25.7	—	—	30.8
1.01% - 2.00%	301.7	—	177.6	170.1	42.9	692.3
2.01% - 3.00%	1,893.2	1,004.7	260.4	85.1	0.1	3,243.5
3.01% - 4.00%	1,450.0	62.6	10.8	32.6	4.4	1,560.4
4.01% - 5.00%	203.4	51.0	52.8	14.5	—	321.7
Subtotal	<u>3,848.3</u>	<u>1,123.4</u>	<u>527.3</u>	<u>302.3</u>	<u>47.4</u>	<u>5,848.7</u>
Total	<u>\$ 11,363.1</u>	<u>\$ 3,378.2</u>	<u>\$ 5,529.7</u>	<u>\$ 1,582.5</u>	<u>\$ 209.9</u>	<u>\$ 22,063.4</u>
Percentage of total	51.5 %	15.3 %	25.0 %	7.2 %	1.0 %	100.0 %

(1) Includes only the account values, net of policy loans, for products with GMIRs and discretionary crediting rates.

During periods of low or declining interest rates, our margin of investment income above our interest credited to our liabilities (“investment margins”) may be negatively impacted. Assuming a hypothetical scenario where market interest rates immediately fall by 25 basis points from their June 30, 2016, levels and then remain unchanged thereafter, we estimate the impact of such an environment could reduce our investment margins for our domestic business by an immaterial amount during the twelve months ending June 30, 2017, and approximately \$6 million to \$8 million pre-tax during the twelve months ending June 30, 2018, compared to a scenario where market interest rates remain unchanged from their June 30, 2016, levels. This hypothetical scenario reflects only the impact related to the approximately \$22.1 billion of in-force contracts with guaranteed minimum interest rates shown above, and does not reflect potential impacts on our DAC asset and other actuarial balances. In determining the potential impact, we have reflected the impact of potential changes in crediting rates to policyholders, limited by any restrictions on our ability to adjust crediting rates due to guaranteed minimum interest rates. Our estimates of future margins include the impact of expected premium payments, lapses, and withdrawals on existing policies, but they do not include the impact of new sales. Our selection of a 25 basis point immediate, parallel decrease in interest rates is a hypothetical rate scenario we use to demonstrate potential risk. While a 25 basis point immediate, parallel decrease does not represent our view of future market changes, it is a near term reasonably possible hypothetical change that illustrates the potential impact of such events.

In addition to the domestic account values shown in the table above, Principal International had \$1,057.5 million and \$569.7 million of account values with GMIRs in Hong Kong and Brazil, respectively, as of June 30, 2016. The Brazil amount includes account values from an equity method subsidiary, adjusted to reflect the proportion of the subsidiary’s results that are reflected in our net income. Our liabilities in Principal International are generally denominated in the functional currency of the country of operation. The pattern of interest rate movements in our international operations will likely differ from the pattern of interest rate movements in the U.S.

We manage interest rate risk through the use of an integrated risk management framework that helps us identify, assess, monitor, report and manage our risks within established limits and risk tolerances. Our internal risk committees monitor and discuss our risk profile and identify necessary actions to mitigate impacts from interest rate risk.

The product designs within our business units result in a variety of different interest rate risk profiles. Therefore, our business units use a variety of different approaches for managing their asset and liability interest rate risks.

- *Retirement Business Stable Cash Flows* – For stable and predictable cash flow liabilities, such as full service payout, full service accumulation and investment only, we use hedges and investment strategy to tightly align the cash flow run off of these asset and liability cash flows. Market value immunization and embedded value analysis are also utilized in the management of interest rate risk.
- *Retirement Business Dynamic Cash Flows* – Dynamic liability cash flows, such as fixed annuities, are sensitive to policyholder behavior and the current interest rate environment. The risk and return metrics from deterministic and stochastic interest rate scenarios are used to manage the interest rate risk for these liabilities.
- *U.S. Insurance Stable Cash Flows* – Our insurance businesses in many instances contain long-term guarantees with stable and predictable liability cash flows, and recurring premiums. Our U.S. insurance businesses manage their interest rate risk through duration analysis, investment strategy and product crediting rates.
- *Principal International* – Our international businesses operate within local regulations and financial market conditions (e.g. derivative markets, assets available) to achieve similar asset and liability cash flow management objectives. Risk and return metrics from deterministic and stochastic interest rate scenarios are used to manage interest rate risk. In countries with a limited availability of long-dated assets and derivative markets, the duration gap is managed to risk tolerances specific to each country.

We also limit our exposure to interest rate risk through our business mix and strategy. We have intentionally limited our exposure to specific products where investment margins are critical to the product's profitability, and we continue to emphasize the sale of products that generate revenues in the form of fees for service or premiums for insurance coverage and expose us to minimal interest rate risk.

Prepayment risk is controlled by limiting our exposure to investments that are prepayable without penalty prior to maturity at the option of the issuer. We also require additional yield on these investments to compensate for the risk the issuer will exercise such option. Prepayment risk is also controlled by limiting the sales of liabilities with features such as puts or other options that can be exercised against the company at inopportune times. We manage the interest rate risk associated with our long-term borrowings by monitoring the interest rate environment and evaluating refinancing opportunities as maturity dates approach.

See Item 7. "Management's Discussion and Analysis of Financial Condition and Results of Operations — Critical Accounting Policies and Estimates — Valuation and Impairment of Fixed Income Investments" in our Annual Report on Form 10-K for the year ended December 31, 2015, for additional discussion of the impact interest rate increases would have on fixed maturities, available-for-sale.

The plan fiduciaries use a Dynamic Asset Allocation strategy for our qualified defined benefit pension plan, which strategically allocates an increasing portion of the assets of the pension plan to fixed income securities as the funding status improves. The intended purpose of using the Dynamic Asset Allocation strategy is that the expected change in the value of the plan assets and the change in pension benefit obligation due to market movements are more likely to have more correlation versus a static allocation of assets between categories. For more information see Item 7. "Management's Discussion and Analysis of Financial Condition and Results of Operations — Critical Accounting Policies and Estimates — Benefit Plans" and Item 8. "Financial Statements and Supplementary Data, Notes to Consolidated Financial Statements, Note 7, Employee and Agent Benefits" in our Annual Report on Form 10-K for the year ended December 31, 2015.

**Use of Derivatives to Manage Interest Rate Risk.** We use or have previously used various derivative financial instruments to manage our exposure to fluctuations in interest rates, including interest rate swaps, interest rate collars, swaptions and futures. We use interest rate swaps and futures contracts to hedge changes in interest rates subsequent to the issuance of an insurance liability, such as a guaranteed investment contract, but prior to the purchase of a supporting asset, or during periods of holding assets in anticipation of near term liability sales. We use interest rate swaps primarily to more closely match the interest rate characteristics of assets and liabilities. They can be used to change the sensitivity to the interest rate of specific assets and liabilities as well as an entire portfolio. We use interest rate collars to manage interest rate risk related to GMIR liabilities in our individual annuities contracts and lapse risk associated with higher interest rates. We purchase swaptions to offset or modify existing exposures.

## Foreign Currency Risk

Foreign currency risk is the risk we will incur economic losses due to adverse fluctuations in foreign currency exchange rates. This risk arises from foreign currency-denominated funding agreements issued to nonqualified institutional investors in the international market, foreign currency-denominated fixed maturity and equity securities, and our international operations, including potential acquisition and divestiture activity.

We estimate that as of June 30, 2016, a 10% immediate unfavorable change in each of the foreign currency exchange rates to which we are exposed would result in no material change to the net fair value of our foreign currency denominated instruments identified above because we effectively hedge foreign currency denominated instruments to minimize exchange rate impacts, which is consistent with our estimate as of December 31, 2015. However, fluctuations in foreign currency exchange rates do affect the translation of pre-tax operating earnings and equity of our international operations into our consolidated financial statements.

For our Principal International segment, we estimate that a 10% immediate unfavorable change in each of the foreign currency exchange rates to which we were exposed would have resulted in a \$314.3 million, or 10%, reduction in the total equity excluding noncontrolling interests of our international operations as of June 30, 2016, as compared to an estimated \$302.8 million, or 10%, reduction as of December 31, 2015. We estimate that a 10% unfavorable change in the average foreign currency exchange rates to which we were exposed through our international operations would have resulted in a \$8.9 million, or 13%, reduction in pre-tax operating earnings of our international operations for the three months ended June 30, 2016, as compared to an estimated \$8.9 million, or 12%, reduction for the three months ended June 30, 2015. In addition, we estimate that a 10% unfavorable change in the average foreign currency exchange rates to which we were exposed through our international operations would have resulted in a \$17.4 million, or 13%, reduction in pre-tax operating earnings of our international operations for the six months ended June 30, 2016, as compared to an estimated \$18.7 million, or 12%, reduction for the six months ended June 30, 2015.

The selection of a 10% immediate unfavorable change in all currency exchange rates should not be construed as a prediction by us of future market events, but rather as an illustration of the potential impact of such an event. These exposures will change as a result of a change in the size and mix of our foreign operations.

**Use of Derivatives to Manage Foreign Currency Risk.** The foreign currency risk on funding agreements and fixed maturities in our U.S. operations is mitigated by using currency swaps that swap the foreign currency interest and principal payments to our functional currency. The notional amount of our currency swap agreements associated with foreign-denominated liabilities was \$1,095.1 million and \$1,190.5 million as of June 30, 2016 and December 31, 2015, respectively. The notional amount of our currency swap agreements associated with foreign-denominated fixed maturities was \$380.4 million and \$398.6 million as of June 30, 2016 and December 31, 2015, respectively. The notional amount of our currency forwards hedging foreign-denominated equity securities was \$13.0 million and \$14.9 million as of June 30, 2016 and December 31, 2015, respectively.

With regard to our international operations, in order to enhance the diversification of our investment portfolios we may invest in bonds denominated in a currency that is different than the currency of our liabilities. We use foreign exchange derivatives to economically hedge the currency mismatch. Our Principal International operations had currency swaps with a notional amount of \$207.5 million and \$161.9 million as of June 30, 2016 and December 31, 2015, respectively. Principal International also utilized currency forwards with a notional amount of \$1,046.7 million and \$1,001.7 million as of June 30, 2016 and December 31, 2015, respectively.

We sometimes use derivatives to manage the foreign currency risk associated with a business combination. We had no hedges of business combinations outstanding as of June 30, 2016 or December 31, 2015. Additionally, from time to time we take measures to hedge currency risk associated with certain net equity investments in or expected cash flows from our foreign operations. We used currency forwards during 2015 to hedge certain net investments in foreign operations. Currency forwards were not used for hedging any net investments in foreign operations during 2016. We held currency forwards with a notional amount of \$94.1 million and \$24.0 million as of June 30, 2016 and December 31, 2015, respectively, to hedge expected future cash flows from foreign subsidiaries.

## Equity Risk

Equity risk is the risk we will incur economic losses due to adverse fluctuations in common stock prices. As of June 30, 2016 and December 31, 2015, the fair value of our equity securities was \$1,436.3 million and \$1,307.2 million, respectively. As of June 30, 2016, we estimate that a 10% decline in the value of the equity securities would result in a decline in fair value of the equity securities of \$143.6 million, as compared to a decline in fair value of the equity securities of \$130.7 million as of December 31, 2015.

We are also exposed to the risk that asset-based fees decrease as a result of declines in assets under management due to changes in investment prices and the risk that asset management fees calculated by reference to performance could be lower. The risk of decreased asset-based and asset management fees could also impact our estimates of total gross profits used as a basis for amortizing deferred acquisition costs and other actuarial balances. For further discussion, see Item 7. “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Critical Accounting Policies and Estimates — Deferred Acquisition Costs and Other Actuarial Balances” in our Annual Report on Form 10-K for the year ended December 31, 2015.

We also have equity risk associated with (1) fixed deferred annuity and universal life contracts that credit interest to customers based on changes in an external equity index; (2) variable annuity contracts that have a GMWB rider that allows the customer to make withdrawals of a specified annual amount, either for a fixed number of years or for the lifetime of the customer, even if the account value is reduced to zero; (3) variable annuity contracts that have a guaranteed minimum death benefit (“GMDB”) that allows the death benefit to be paid, even if the account value has fallen below the GMDB amount and (4) investment contracts in which the return is subject to minimum contractual guarantees. We are also subject to equity risk based upon the assets that support our employee benefit plans. For further discussion of equity risk associated with these plans, see Item 7. “Management’s Discussion and Analysis of Financial Condition and Results of Operations — Critical Accounting Policies and Estimates — Benefit Plans” in our Annual Report on Form 10-K for the year ended December 31, 2015.

We estimate that an immediate 10% decline in the S&P index, followed by a 2% per quarter increase would reduce our annual pre-tax operating earnings by approximately 4% to 6%. The selection of a 10% unfavorable change in the equity markets should not be construed as a prediction by us of future market events, but rather as an illustration of the potential impact of such an event. Our exposure will change as a result of changes in our mix of business.

**Use of Derivatives to Manage Equity Risk.** We economically hedge the fixed deferred annuity and universal life products, where the interest credited is linked to an external equity index, by purchasing options that match the product’s profile or selling options to offset existing exposures. We economically hedged the GMWB exposure, which includes interest rate risk and equity risk, using futures, options and interest rate swaps with notional amounts of \$978.1 million, \$3,529.2 million, and \$3,496.2 million, respectively, as of June 30, 2016, and notional amounts of \$676.2 million, \$3,284.2 million, and \$3,547.2 million, respectively, as of December 31, 2015. The fair value of both the GMWB embedded derivative and associated hedging instruments are sensitive to financial market conditions and the variance related to the change in fair value of these items for a given period is largely dependent on market conditions at the end of the period.

## Item 4. Controls and Procedures

### Changes in Internal Control Over Financial Reporting

We had no change in our internal control over financial reporting during our last fiscal quarter that has materially affected, or is reasonably likely to materially affect, our internal control over financial reporting.

### Disclosure Controls and Procedures

In order to ensure that the information that we must disclose in our filings with the SEC is recorded, processed, summarized and reported on a timely basis, we have adopted disclosure controls and procedures. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by us in the reports that we file with or submit to the SEC is accumulated and communicated to our management, including our Chief Executive Officer and Chief Financial Officer, as appropriate to allow timely decisions regarding required disclosure.

Our Chief Executive Officer, Daniel J. Houston, and our Chief Financial Officer, Terrance J. Lillis, have reviewed and evaluated our disclosure controls and procedures as of June 30, 2016, and have concluded that our disclosure controls and procedures are effective.

**PART II — OTHER INFORMATION**

**Item 1. Legal Proceedings**

Disclosure concerning material legal proceedings can be found in Part I, Item 1. “Financial Statements, Notes to Unaudited Consolidated Financial Statements, Note 8, Contingencies, Guarantees and Indemnifications” under the caption, “Litigation and Regulatory Contingencies,” which is incorporated here by this reference.

**Item 1A. Risk Factors**

In addition to the other information set forth in this report, consideration should be given to the factors discussed in Part I, Item 1A. “Risk Factors” in our Annual Report on Form 10-K for the year ended December 31, 2015. If any of those factors were to occur, they could materially adversely affect our business, financial condition or future results, and could cause actual results to differ materially from those expressed in forward-looking statements in this report. We have not had material changes with respect to the risk factors discussed in our Annual Report on Form 10-K for the year ended December 31, 2015.

**Item 2. Unregistered Sales of Equity Securities and Use of Proceeds**

**Issuer Purchases of Equity Securities**

The following table presents the amount of our common share purchase activity for the periods indicated.

Period	Total number of shares purchased (1)	Average price paid per share	Total number of shares purchased as part of publicly announced programs	Maximum dollar value of shares that may yet be purchased under the programs (in millions) (2)
January 1, 2016 — January 31, 2016	1,152	\$ 44.97	—	\$ 75.0
February 1, 2016 — February 29, 2016	2,240,756	\$ 36.58	1,724,800	\$ 412.5
March 1, 2016 — March 31, 2016	608,190	\$ 38.88	600,631	\$ 389.1
April 1, 2016 — April 30, 2016	604,097	\$ 40.43	602,993	\$ 364.7
May 1, 2016 — May 31, 2016	590,856	\$ 42.83	590,856	\$ 339.4
June 1, 2016 — June 30, 2016	1,279,789	\$ 42.48	1,278,981	\$ 285.1
Total	5,324,840		4,798,261	

(1) Includes the number of shares of common stock utilized to execute certain stock incentive awards and shares purchased as part of publicly announced programs.

(2) In October 2015, our Board of Directors authorized an additional repurchase program of up to \$150.0 million of our outstanding common stock, which was completed in March 2016. In February 2016, our Board of Directors authorized an additional repurchase of up to \$400.0 million of our outstanding common stock.

**Item 6. Exhibits**

<b>Exhibit Number</b>	<b>Description</b>
10.12.1	Form of Principal Financial Group, Inc. Indemnification Agreement dated as of June 9, 2016.
12	Statement Regarding Computation of Ratio of Earnings to Fixed Charges
31.1	Certification of Daniel J. Houston
31.2	Certification of Terrance J. Lillis
32.1	Certification Pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code – Daniel J. Houston
32.2	Certification Pursuant to Section 1350 of Chapter 63 of Title 18 of the United States Code – Terrance J. Lillis
101	The following materials from Principal Financial Group, Inc.'s Quarterly Report on Form 10-Q for the period ended June 30, 2016 formatted in XBRL (Extensible Business Reporting Language): (i) the Consolidated Statements of Financial Position, (ii) the Consolidated Statements of Operations, (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Stockholders' Equity, (v) the Consolidated Statements of Cash Flows and (vi) the Notes to Unaudited Consolidated Financial Statements.

**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.

Dated: August 3, 2016

By /s/ Terrance J. Lillis

Terrance J. Lillis

Executive Vice President and Chief Financial Officer

Duly Authorized Officer, Principal Financial Officer, and Principal Accounting Officer

**Exhibit Index**

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## INDEMNIFICATION AGREEMENT

Indemnification Agreement, dated as of June 9, 2016, between Principal Financial Group, Inc., a Delaware corporation (the “Company”), and \_\_\_\_\_ (“Indemnitee”).

WHEREAS, qualified persons are reluctant to serve corporations as directors or senior officers unless they are provided with broad indemnification and insurance against claims arising out of their service to and activities on behalf of the corporations; and

WHEREAS, the Company has determined that attracting and retaining such persons is in the best interests of the Company’s stockholders and that it is reasonable, prudent and necessary for the Company to indemnify such persons to the fullest extent permitted by applicable law and to provide reasonable assurance regarding insurance;

NOW, THEREFORE, the Company and Indemnitee hereby agree as follows:

1. Defined Terms; Construction.

(a) Defined Terms. As used in this Agreement, the following terms shall have the following meanings:

“Change in Control” means, and shall be deemed to have occurred if, on or after the date of this Agreement, (i) any “person” (as such term is used in Sections 13(d) and 14(d) of the Securities Exchange Act of 1934, as amended), other than (A) a trustee or other fiduciary holding securities under an employee benefit plan of the Company or any of its subsidiaries acting in such capacity, or (B) a corporation owned directly or indirectly by the stockholders of the Company in substantially the same proportions as their ownership of stock of the Company, is or becomes the “beneficial owner” (as defined in Rule 13d-3 under said Act), directly or indirectly, of securities of the Company representing more than 40% of the total voting power represented by the Company’s then outstanding Voting Securities, (ii) during any period of two consecutive years, individuals who at the beginning of such period constitute the board of directors of the Company and any new director whose election by the board of directors of the Company or nomination for election by the Company’s stockholders was approved by a vote of at least two-thirds (2/3) of the directors then still in office who either were directors at the beginning of the period or whose election or nomination for election was previously so approved, cease for any reason to constitute a majority thereof, (iii) the stockholders of the Company approve a merger or consolidation of the Company with any other corporation other than a merger or consolidation that would result in the Voting Securities of the Company outstanding immediately prior thereto continuing to represent (either by remaining outstanding or by being converted into Voting Securities of the surviving entity) at least 60% of the total voting power represented by the Voting Securities of the Company or such surviving entity outstanding immediately after such merger or consolidation, (iv) the stockholders of the Company approve a plan of complete liquidation of the Company or an agreement for the sale or disposition by the Company of (in one transaction or a series of related transactions) all or substantially all of its assets, or (v) the Company shall file or have filed against it, and such filing shall not be dismissed, any bankruptcy, insolvency or dissolution proceedings, or a trustee, administrator or creditors committee shall be appointed to manage or supervise the affairs of the Company.

“Corporate Status” means the status of a person who is or was a director (or a member of any committee of a board of directors) or officer, including service with respect to an employee benefit plan, of the Company or any of its subsidiaries, or of any predecessor thereof, or is or was serving at the request of the Company as a director (or a member of any committee of a board of directors), officer, employee or agent (including without limitation a manager of a limited liability company) of another corporation, limited liability company, partnership, joint venture, trust or other enterprise, or of any predecessor thereof (“Outside Entity”), including service with respect to an employee benefit plan (“Outside Capacity”).

“Determination” means (i) a determination that there is a reasonable basis for the conclusion that indemnification of Indemnitee is proper in the circumstances because Indemnitee met a particular standard of conduct (a “Favorable Determination”) or (ii) a determination that there is no reasonable basis for the conclusion that indemnification of Indemnitee is proper in the circumstances because Indemnitee met a particular standard of conduct (an “Adverse Determination”). An Adverse Determination shall include the decision that a Determination was required in connection with indemnification and the decision as to the applicable standard of conduct.

“DGCL” means the General Corporation Law of the State of Delaware, as amended from time to time.

“ Expenses ” means all attorneys’ fees and expenses, retainers, court, arbitration and mediation costs, transcript costs, fees of experts, bonds, witness fees, costs of collecting and producing documents, travel expenses, duplicating costs, printing and binding costs, telephone charges, postage, delivery service fees and all other disbursements or expenses of the types customarily and reasonably incurred in connection with prosecuting, defending, preparing to prosecute or defend, investigating, being or preparing to be a witness in, appealing or otherwise participating in a Proceeding.

“ Independent Legal Counsel ” means an attorney or firm of attorneys competent to render an opinion under the applicable law, selected in accordance with the provisions of Section 5(c), who has not otherwise performed any services for the Company or any of its subsidiaries or for Indemnitee within the last three years (other than with respect to matters concerning the rights of Indemnitees under indemnity agreements).

“ Proceeding ” means a threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative, including without limitation a claim, demand, discovery request, formal or informal investigation, inquiry, administrative hearing, arbitration or other form of alternative dispute resolution, including an appeal from any of the foregoing.

“ Voting Securities ” means any securities of the Company that vote generally in the election of directors.

(b) Construction. For purposes of this Agreement,

(i) References to the Company and any of its “subsidiaries” shall include any corporation, limited liability company, partnership, joint venture, trust or other entity or enterprise that before or after the date of this Agreement is party to a merger or consolidation with the Company or any such subsidiary or that is a successor to the Company as contemplated by Section 8(d) (whether or not such successor has executed and delivered the written agreement contemplated by Section 8(d)).

(ii) References to “fines” shall include any excise taxes assessed on Indemnitee with respect to an employee benefit plan.

(iii) References to a “witness” in connection with a Proceeding shall include any interviewee or person called upon to produce documents in connection with such Proceeding.

## 2. Agreement to Serve.

Indemnitee agrees to serve as a director or officer of the Company or one or more of its subsidiaries and in such other capacities as Indemnitee may serve at the request of the Company from time to time, and by its execution of this Agreement the Company confirms its request that Indemnitee serve as a director or officer and in such other capacities. Indemnitee shall be entitled to resign or otherwise terminate such service with immediate effect at any time, and neither such resignation or termination nor the length of such service shall affect Indemnitee’s rights under this Agreement. This Agreement shall not constitute an employment agreement, supersede any employment agreement to which Indemnitee is a party or create any right of Indemnitee to continued employment or appointment.

## 3. Indemnification.

(a) General Indemnification. The Company shall indemnify Indemnitee, to the fullest extent permitted by applicable law in effect on the date hereof or as amended to increase the scope of permitted indemnification, against Expenses, losses, liabilities, judgments, fines, penalties and amounts paid in settlement (including all interest, assessments and other charges in connection therewith) incurred by Indemnitee or on Indemnitee’s behalf in connection with any Proceeding in any way connected with, resulting from or relating to Indemnitee’s Corporate Status.

(b) Additional Indemnification Regarding Expenses. Without limiting the foregoing, in the event any Proceeding is initiated by Indemnitee or the Company or any of its subsidiaries to enforce or interpret this Agreement or any rights of Indemnitee to indemnification or advancement of Expenses (or related obligations of Indemnitee) under the Company’s or any such subsidiary’s certificate of incorporation or bylaws, any other agreement to which Indemnitee and the Company or any of its subsidiaries are party, any vote of stockholders or directors of the Company or any of its subsidiaries, the DGCL, any other applicable law or any liability insurance policy, the Company shall indemnify Indemnitee against Expenses incurred by Indemnitee or on Indemnitee’s behalf in connection with such Proceeding in proportion to the success

achieved by Indemnitee in such Proceeding and the efforts required to obtain that success, as determined by the court presiding over such Proceeding.

(c) Partial Indemnification. If Indemnitee is entitled under any provision of this Agreement to indemnification by the Company for a portion of any Expenses, losses, liabilities, judgments, fines, penalties and amounts paid in settlement incurred by Indemnitee, but not for the total amount thereof, the Company shall nevertheless indemnify Indemnitee for such portion.

(d) Nonexclusivity. The indemnification provided by this Agreement shall not be deemed exclusive of any rights to which Indemnitee may be entitled under the Company's certificate of incorporation or bylaws, any agreement, any vote of stockholders or directors, the DGCL, any other applicable law or any liability insurance policy.

(e) Exceptions. Any other provision herein to the contrary notwithstanding, the Company shall not be obligated under the Agreement to indemnify Indemnitee:

(i) For Expenses incurred in connection with Proceedings initiated or brought voluntarily by the Indemnitee and not by way of defense, counterclaim or crossclaim, except (i) as contemplated by Section 3(b), (ii) in specific cases if the board of directors of the Company has approved the initiation or bringing of such Proceeding, and (iii) as may be required by law.

(ii) For an accounting of profits arising from the purchase and sale by the Indemnitee of securities within the meaning of Section 16(b) of the Securities Exchange Act of 1934, as amended, or any similar successor statute.

(iii) For any amounts that are not indemnifiable under applicable law.

(iv) For any amounts that reflect disgorgement of compensation to the Company.

(v) For any amounts incurred with respect to a conviction or guilty plea in a criminal Proceeding.

(f) Subrogation. In the event of payment under this Agreement, the Company shall be subrogated to the extent of such payment to all of the rights of recovery of the Indemnitee, who shall execute such documents and do such acts as the Company may reasonably request to secure such rights and to enable the Company effectively to bring suit to enforce such rights.

#### 4. Advancement of Expenses.

The Company shall pay all Expenses incurred by Indemnitee in connection with any Proceeding in any way connected with, resulting from or relating to Indemnitee's Corporate Status, other than a Proceeding initiated by Indemnitee for which the Company would not be obligated to indemnify Indemnitee pursuant to Section 3(e)(i), in advance of the final disposition of such Proceeding and without regard to whether Indemnitee will ultimately be entitled to be indemnified for such Expenses and without regard to whether an Adverse Determination has been made, except as contemplated by the last sentence of Section 5(f). Indemnitee shall repay such amounts advanced only if and to the extent that it shall ultimately be determined in a decision by a court of competent jurisdiction from which no appeal can be taken that Indemnitee is not entitled to be indemnified by the Company for such Expenses. Such repayment obligation shall be unsecured and shall not bear interest. The Company shall not impose on Indemnitee additional conditions to advancement or require from Indemnitee additional undertakings regarding repayment. Notwithstanding the foregoing, it is understood and agreed that the Company may effectively associate in the defense of any Proceeding.

#### 5. Indemnification Procedure.

(a) Notice of Proceeding; Cooperation. Indemnitee shall give the Company notice in writing as soon as practicable of any Proceeding for which indemnification will or could be sought under this Agreement, provided that any failure or delay in giving such notice shall not relieve the Company of its obligations under this Agreement unless and to the extent that (i) none of the Company and its subsidiaries are party to or aware of such Proceeding and (ii) the Company is materially prejudiced by such failure.

(b) Settlement. The Company will not, without the prior written consent of Indemnitee, which may be provided or withheld in Indemnitee's sole discretion, effect any settlement of any Proceeding against Indemnitee or which could have been brought against Indemnitee unless such settlement solely involves the payment of money by persons other than Indemnitee and includes an unconditional release of Indemnitee from all liability on any matters that are the subject of such Proceeding and an acknowledgment that Indemnitee denies all wrongdoing in connection with such matters. The Company shall not be obligated to indemnify Indemnitee against amounts paid in settlement of a Proceeding against Indemnitee if such settlement is effected by Indemnitee without the Company's prior written consent, which shall not be unreasonably withheld.

(c) Request for Payment; Timing of Payment. To obtain indemnification payments or advances under this Agreement, Indemnitee shall submit to a Company a written request therefor, together with such invoices or other supporting information as may be reasonably requested by the Company and reasonably available to Indemnitee. The Company shall make indemnification payments to Indemnitee no later than 30 days, and advances to Indemnitee no later than 10 days, after receipt of the written request of Indemnitee.

(d) Determination. The Company intends that Indemnitee shall be indemnified to the fullest extent permitted by law as provided in Section 3 and that no Determination shall be required in connection with such indemnification, unless required by applicable law. In no event shall a Determination be required in connection with advancement of Expenses pursuant to Section 4 or in connection with indemnification for Expenses incurred as a witness or incurred in connection with any Proceeding or portion thereof with respect to which Indemnitee has been successful on the merits or otherwise, it being understood that "success on the merits or otherwise" does not include any settlement. Any decision that a Determination is required by law in connection with any other indemnification of Indemnitee, and any such Determination, shall be made within 30 days after receipt of Indemnitee's written request for indemnification, as follows:

(i) If no Change in Control has occurred, (i) by a majority vote of the directors of the Company who are not parties to such Proceeding, even though less than a quorum, with the advice of Independent Legal Counsel, or (ii) by a committee of such directors designated by majority vote of such directors, even though less than a quorum, with the advice of Independent Legal Counsel, or (iii) if there are no such directors, or if such directors so direct, by Independent Legal Counsel in a written opinion to the Company and Indemnitee, or (iv) by the stockholders of the Company.

(ii) If a Change in Control has occurred, by Independent Legal Counsel in a written opinion to the Company and Indemnitee.

The Company shall pay all Expenses incurred by Indemnitee in connection with a Determination.

(e) Independent Legal Counsel. If there has not been a Change in Control, Independent Legal Counsel shall be selected by the board of directors of the Company and approved by Indemnitee (which approval shall not be unreasonably withheld or delayed). If there has been a Change in Control, Independent Legal Counsel shall be selected by Indemnitee and approved by the Company (which approval shall not be unreasonably withheld or delayed). The Company shall pay the fees and expenses of Independent Legal Counsel and, if requested by Independent Legal Counsel, indemnify Independent Legal Counsel against any and all expenses (including attorneys' fees), claims, liabilities and damages arising out of or relating to its engagement.

(f) Consequences of Determination; Remedies of Indemnitee. The Company shall be bound by and shall have no right to challenge a Favorable Determination. If an Adverse Determination is made, or if for any other reason the Company does not make timely indemnification payments or advances of Expenses, Indemnitee shall have the right to commence a Proceeding before a court of competent jurisdiction to challenge such Adverse Determination and/or to require the Company to make such payments or advances. Indemnitee shall be entitled to be indemnified for all Expenses incurred in connection with such a Proceeding in accordance with Section 3(b) and to have such Expenses advanced by the Company in accordance with Section 4. If Indemnitee fails to timely challenge an Adverse Determination, or if Indemnitee challenges an Adverse Determination and such Adverse Determination has been upheld by a final judgment of a court of competent jurisdiction from which no appeal can be taken, then, to the extent and only to the extent required by such Adverse Determination or final judgment, the Company shall not be obligated to indemnify or advance Expenses to Indemnitee under this Agreement.

(g) Presumptions; Burden and Standard of Proof. In connection with any Determination, or any review of any Determination, by any person, including a court:

(i) It shall be a presumption that a Determination is not required.

(ii) It shall be a presumption that Indemnitee has met the applicable standard of conduct and that indemnification of Indemnitee is proper in the circumstances.

(iii) The burden of proof shall be on the Company to overcome the presumptions set forth in the preceding clauses (i) and (ii), and each such presumption shall only be overcome if the Company establishes that there is no reasonable basis to support it.

(iv) The termination of any Proceeding by judgment, order, finding, settlement (whether with or without court approval), or conviction, or upon a plea of *nolo contendere* or its equivalent, shall not create a presumption that indemnification is not proper or that Indemnitee did not meet the applicable standard of conduct or that a court has determined that indemnification is not permitted by this Agreement or otherwise.

(v) Neither the failure of any person or persons to have made a Determination nor an Adverse Determination by any person or persons shall be a defense to Indemnitee's claim or create a presumption that Indemnitee did not meet the applicable standard of conduct, and any Proceeding commenced by Indemnitee pursuant to Section 5(f) shall be *de novo* with respect to all determinations of fact and law.

6. Directors and Officers Liability Insurance.

(a) Maintenance of Insurance. So long as the Company or any of its subsidiaries maintains liability insurance for any directors or officers, the Company shall ensure that Indemnitee is covered by such insurance in such a manner as to provide Indemnitee the same rights and benefits as are accorded to the most favorably insured of the Company's and its subsidiaries' then current directors and officers. If at any date (i) such insurance ceases to cover acts and omissions occurring during all or any part of the period of Indemnitee's Corporate Status or (ii) neither the Company nor any of its subsidiaries maintains any such insurance, the Company shall ensure that Indemnitee is covered, with respect to acts and omissions prior to such date, for at least six years (or such shorter period as is available on commercially reasonable terms) from such date, by other directors and officers liability insurance, in amounts and on terms (including the portion of the period of Indemnitee's Corporate Status covered) no less favorable to Indemnitee than the amounts and terms of the liability insurance maintained by the Company on the date hereof.

(b) Notice to Insurers. Upon receipt of notice of a Proceeding pursuant to Section 5(a), the Company shall give or cause to be given prompt notice of such Proceeding to all insurers providing liability insurance in accordance with the procedures set forth in all applicable or potentially applicable policies. The Company shall thereafter take all necessary action to cause such insurers to pay all amounts payable in accordance with the terms of such policies.

7. Limitation of Liability.

Indemnitee shall not be personally liable to the Company or any of its subsidiaries or to the stockholders of the Company or any such subsidiary for monetary damages for breach of fiduciary duty as a director of the Company or any such subsidiary; provided, however, that the foregoing shall not eliminate or limit the liability of the Indemnitee (i) for any breach of the Indemnitee's duty of loyalty to the Company or such subsidiary or the stockholders thereof; (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of the law; (iii) under Section 174 of the DGCL or any similar provision of other applicable corporations law; or (iv) for any transaction from which the Indemnitee derived an improper personal benefit. If the DGCL or such other applicable law shall be amended to permit further elimination or limitation of the personal liability of directors, then the liability of the Indemnitee shall, automatically, without any further action, be eliminated or limited to the fullest extent permitted by the DGCL or such other applicable law as so amended.

Indemnification shall apply only as excess over any other valid and collectible indemnification by the Outside Entity and valid and collectible insurance provided to the Outside Entity. To the extent that an Indemnitee is entitled to be indemnified by such Outside Entity or by any insurer under a policy maintained by such Outside Entity, (i) the obligations of the Outside Entity shall be primary, and the Outside Entity's insurer secondary, and (ii) Indemnitee shall proceed first against the Outside Entity and any insurer under any policy maintained by the Outside Entity, and only if indemnification is not provided by the Outside Entity or any such insurer on a timely basis, the Indemnitee may then proceed against the Company. The Company shall be entitled to enforce the Indemnitee's obligation to provide indemnification in accordance with the

priorities set forth in this section directly against the Outside Entity, and the Company shall constitute an express intended third party beneficiary under this Agreement for such purpose.

8. Miscellaneous.

(a) Severability. If any provision or provisions of this Agreement shall be held to be invalid, illegal or unenforceable for any reason whatsoever: (i) the validity, legality and enforceability of the remaining provisions of this Agreement (including without limitation, each portion of any section of this Agreement containing any such provision held to be invalid, illegal or unenforceable, that is not itself invalid, illegal or unenforceable) shall not in any way be affected or impaired thereby and shall remain enforceable to the fullest extent permitted by law; (ii) such provision or provisions shall be deemed reformed to the extent necessary to conform to applicable law and to give the maximum effect to the intent of the parties hereto; and (iii) to the fullest extent possible, the provisions of this Agreement (including, without limitation, each portion of any section of this Agreement containing any such provision held to be invalid, illegal or unenforceable, that is not itself invalid, illegal or unenforceable) shall be construed so as to give effect to the intent manifested thereby.

(b) Notices. All notices, requests, demands and other communications under this Agreement shall be in writing and shall be deemed duly given (i) on the date of delivery if delivered personally, or by facsimile, upon confirmation of receipt, (ii) on the first business day following the date of dispatch if delivered by a recognized next-day courier service or (iii) on the third business day following the date of mailing if delivered by domestic registered or certified mail, properly addressed, or on the fifth business day following the date of mailing if sent by airmail from a country outside of North America, to Indemnitee as shown on the signature page of this Agreement, to the Company at the address shown on the signature page of this Agreement, or in either case as subsequently modified by written notice.

(c) Amendment and Termination. No amendment, modification, termination or cancellation of this Agreement shall be effective unless it is in writing signed by all the parties hereto. No waiver of any of the provisions of this Agreement shall be deemed or shall constitute a waiver of any other provisions hereof (whether or not similar), nor shall such waiver constitute a continuing waiver. Unless agreed to by the Indemnitee, no such amendment, modification, termination or cancellation shall eliminate or impair any right of indemnification or to advance of expenses existing with respect to any act or omission occurring prior to such amendment, modification, termination or cancellation.

(d) Successors and Assigns. This Agreement shall be binding upon the Company and its respective successors and assigns, including any direct or indirect successor to all or substantially all of the business or assets of the Company, whether by purchase, merger, consolidation or otherwise, and shall inure to the benefit of the Indemnitee and the Indemnitee's estate, spouses, heirs, executors, personal or legal representatives, administrators and assigns. The Company shall require any such successor, by written agreement in form and substance reasonably satisfactory to Indemnitee, expressly to assume and agree to perform this Agreement as if it were named as the Company herein. No such assumption shall relieve the Company of any of its obligations hereunder, and this Agreement shall not otherwise be assignable by the Company.

(e) Choice of Law; Consent to Jurisdiction. This Agreement shall be governed by and its provisions construed in accordance with the laws of the State of Delaware, as applied to contracts between Delaware residents entered into and to be performed entirely within Delaware, without regard to the conflict of law principles thereof. The Company and Indemnitee each hereby irrevocably consents to the jurisdiction of the courts of the State of Delaware for all purposes in connection with any Proceeding which arises out of or relates to this Agreement and agree that any action instituted under this Agreement shall be brought only in the state courts of the State of Delaware.

(f) Integration and Entire Agreement. This Agreement sets forth the entire understanding between the parties hereto and supersedes and merges all previous written and oral negotiations, commitments, understandings and agreements relating to the subject matter hereof between the parties hereto, provided that the provisions hereof shall not supersede the provisions of the Company's certificate of incorporation or bylaws, any agreement, any vote of stockholders or directors, the DGCL or other applicable law, to the extent any such provisions shall be more favorable to Indemnitee than the provisions hereof.

(g) Counterparts. This Agreement may be executed in one or more counterparts, each of which shall constitute an original.

(h) Existing Agreements. In the event that this Agreement replaces an existing Indemnification Agreement with the Indemnitee (the "Prior Agreement"), this Agreement shall not eliminate, impair or otherwise effect any right of indemnification or to advances for expenses created by the Prior Agreement.

IN WITNESS WHEREOF, the parties hereto have executed this Agreement as of the date first above written.

PRINCIPAL FINANCIAL GROUP, INC.

By: \_\_\_\_\_  
Name: Karen Shaff  
Title: Executive Vice President, General Counsel and Secretary

Address: Principal Financial  
Group, Inc.  
711 High Street  
Des Moines, Iowa 50392-  
0300  
Attention: General  
Counsel

AGREED TO AND ACCEPTED:

INDEMNITEE:

By: \_\_\_\_\_  
Name:  
Title:

Address: \_\_\_\_\_  
\_\_\_\_\_

**Principal Financial Group, Inc.**  
**Computation of Earnings to Fixed Charges Ratio**

The ratio of earnings to fixed charges is a measure of our ability to cover fixed costs with current period earnings. A high ratio indicates that earnings are sufficiently covering committed expenses. The following table sets forth, for the periods indicated, our ratios of: (1) earnings to fixed charges before interest credited on investment products and (2) earnings to fixed charges.

	For the six months ended June 30,		For the year ended December 31,				
	2016	2015	2015	2014	2013	2012	2011
	<i>(in millions)</i>						
1. Income from continuing operations before income taxes	\$ 839.7	\$ 752.6	\$ 1,430.8	\$ 1,494.9	\$ 1,124.0	\$ 960.0	\$ 872.8
2. Interest expense	84.1	71.0	178.5	135.5	143.4	127.1	140.5
3. Interest factor of rental expense	2.4	2.9	4.9	5.9	5.7	6.1	6.1
4. Undistributed income from equity investees	(54.6)	(54.9)	(106.3)	(113.9)	(107.3)	(99.9)	(98.5)
5. Earnings before interest credited on investment products	871.6	771.6	1,507.9	1,522.4	1,165.8	993.3	920.9
6. Interest credited on investment products	84.5	79.3	152.0	189.6	256.6	366.3	442.4
7. Earnings	<u>\$ 956.1</u>	<u>\$ 850.9</u>	<u>\$ 1,659.9</u>	<u>\$ 1,712.0</u>	<u>\$ 1,422.4</u>	<u>\$ 1,359.6</u>	<u>\$ 1,363.3</u>
8. Interest expense	\$ 84.1	\$ 71.0	\$ 178.5	\$ 135.5	\$ 143.4	\$ 127.1	\$ 140.5
9. Interest factor of rental expense	2.4	2.9	4.9	5.9	5.7	6.1	6.1
10. Preferred stock dividends by registrant	—	16.5	16.5	33.0	33.0	33.0	33.0
11. Excess of redemption value over carrying value of preferred shares redeemed	—	8.2	8.2	—	—	—	—
12. Fixed charges before interest credited on investment products	86.5	98.6	208.1	174.4	182.1	166.2	179.6
13. Interest credited on investment products	84.5	79.3	152.0	189.6	256.6	366.3	442.4
14. Fixed charges	<u>\$ 171.0</u>	<u>\$ 177.9</u>	<u>\$ 360.1</u>	<u>\$ 364.0</u>	<u>\$ 438.7</u>	<u>\$ 532.5</u>	<u>\$ 622.0</u>
15. Ratio of earnings to fixed charges before interest credited on investment products (Line item 5/Line item 12)	10.1	7.8	7.2	8.7	6.4	6.0	5.1
16. Ratio of earnings to fixed charges (Line item 7/Line item 14)	5.6	4.8	4.6	4.7	3.2	2.6	2.2



## CERTIFICATIONS

I, Daniel J. Houston, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Principal Financial Group, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 3, 2016

/s/ Daniel J. Houston

Daniel J. Houston

Chairman, President and Chief Executive Officer

## CERTIFICATIONS

I, Terrance J. Lillis, certify that:

1. I have reviewed this quarterly report on Form 10-Q of Principal Financial Group, Inc.;
2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;
3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;
4. The registrant's other certifying officer(s) and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:
  - a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
  - b) Designed such internal control over financial reporting, or caused such internal control over financial reporting to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
  - c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
  - d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and
5. The registrant's other certifying officer(s) and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors (or persons performing the equivalent functions):
  - a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
  - b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

Date: August 3, 2016

/s/ Terrance J. Lillis

Terrance J. Lillis

Executive Vice President and Chief Financial Officer

**Certification Pursuant to Section 1350 of Chapter 63  
of Title 18 of the United States Code**

I, Daniel J. Houston, Chairman, President and Chief Executive Officer of Principal Financial Group, Inc., certify that (i) the Form 10-Q for the period ended June 30, 2016, fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934 and (ii) the information contained in the Form 10-Q for the period ended June 30, 2016, fairly presents, in all material respects, the financial condition and results of operations of Principal Financial Group, Inc.

/s/ Daniel J. Houston

Daniel J. Houston

Chairman, President and Chief Executive Officer

Date: August 3, 2016

**Certification Pursuant to Section 1350 of Chapter 63  
of Title 18 of the United States Code**

I, Terrance J. Lillis, Executive Vice President and Chief Financial Officer of Principal Financial Group, Inc., certify that (i) the Form 10-Q for the period ended June 30, 2016, fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934 and (ii) the information contained in the Form 10-Q for the period ended June 30, 2016, fairly presents, in all material respects, the financial condition and results of operations of Principal Financial Group, Inc.

/s/ Terrance J. Lillis

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Terrance J. Lillis

Executive Vice President and Chief Financial Officer

Date: August 3, 2016