

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30
(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *			2. Date of Event Requiring Statement (MM/DD/YYYY)		3. Issuer Name and Ticker or Trading Symbol		
Dunbar Timothy Mark			1/1/2013		PRINCIPAL FINANCIAL GROUP INC [PFG]		
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
711 HIGH STREET			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SVP & Chief Investment Officer /				
(Street)			5. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)		
DES MOINES, IA 50392					<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
(City)	(State)	(Zip)					

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	45593 (1)	D	
Common Stock	114	I	By Spouse

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	2/25/2006	2/25/2013	Common Stock	4930	\$27.57	D	
Employee Stock Option (Right to Buy)	2/24/2007	2/24/2014	Common Stock	4280	\$36.30	D	
Employee Stock Option (Right to Buy)	11/12/2007	11/12/2014	Common Stock	685	\$38.74	D	
Employee Stock Option (Right to Buy)	2/28/2008	2/28/2015	Common Stock	8745	\$39.02	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Employee Stock Option (Right to Buy)	2/27/2009	2/27/2016	Common Stock	8275	\$49.25	D	
Employee Stock Option (Right to Buy)	2/26/2010	2/26/2017	Common Stock	7925	\$62.63	D	
Employee Stock Option (Right to Buy)	2/26/2011	2/26/2018	Common Stock	19905	\$60.10	D	
Employee Stock Option (Right to Buy)	2/24/2012	2/24/2019	Common Stock	17704	\$11.07	D	
Employee Stock Option (Right to Buy)	(2)	2/23/2020	Common Stock	11400	\$22.21	D	
Employee Stock Option (Right to Buy)	(3)	2/28/2021	Common Stock	11125	\$34.26	D	
Employee Stock Option (Right to Buy)	(4)	2/27/2022	Common Stock	15685	\$27.46	D	
Phantom Stock Units	(5)	(5)	Common Stock	4083	(6)	D	

Explanation of Responses:

- (1) Includes 2,919 shares acquired pursuant to the Principal Financial Group, Inc. Employee Stock Purchase Plan.
- (2) The options vest in three equal annual installments beginning February 23, 2011.
- (3) The options vest in three equal annual installments beginning February 28, 2012.
- (4) The options vest in three equal annual installments beginning February 27, 2013.
- (5) Acquired pursuant to the Principal Financial Group, Inc. Select Savings Excess Plan and may be transferred at any time into another investment alternative under that plan. Interests under the plan will be settled upon the reporting person's retirement or other termination of service.
- (6) Security converts to common stock on a one-for-one basis.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dunbar Timothy Mark 711 HIGH STREET DES MOINES, IA 50392			SVP & Chief Investment Officer	

Signatures

Timothy M. Dunbar

1/11/2013

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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