

PRINCIPAL FINANCIAL GROUP INC

Form 424B5

June 14, 2004

Pricing Supplement Dated 06/11/2004
 (To Prospectus dated March 5, 2004, and
 Prospectus Supplement dated March 5, 2004)

Filed pursuant to Rule 424(b)(5)
 Registration Statement No. 333-110499 and
 333-110499-01
 CUSIP: 74254PAY8

Principal Life Insurance Company
 Principal® Life CoreNotes® (Callable)
 Issued Through
 Principal Life Income Fundings Trust 2004-17 (the Trust)

The description of this pricing supplement of the particular terms of the Principal® Life CoreNotes® offered hereby, and the Funding Agreement (specified below) sold by Principal Life Insurance Company to the Trust (specified herein), the payment obligations of which are fully and unconditionally guaranteed by the Guarantee (specified below) issued by Principal Financial Group, Inc. to the Trust, supplements the description of the general terms and provisions of the notes, the funding agreements and the guarantees set forth in the accompanying prospectus and prospectus supplement, to which reference is hereby made.

1. The Notes

| | | | |
|----------------------------|---------------|----------------------------|------------|
| Principal Amount: | \$6,007,000.0 | Purchasing Agent Discount: | 2.000% |
| Issue Price: | 100.0% | Original Issue Date: | 06/16/2004 |
| Net Proceeds to the Trust: | \$5,886,860.0 | Stated Maturity Date: | 06/17/2019 |

Interest Payment Dates: The 15th day of every sixth month commencing on 12/15/2004.

Initial Interest Payment Date: 12/15/2004

Regular Record Date: The 1st day of every sixth month commencing on 12/01/2004.

Type of Interest Rate: Fixed Rate Floating Rate

Fixed Rate Notes: Yes No. If, Yes,

Interest Rate: 6.00%

Floating Rate Notes: Yes No. If, Yes,

Regular Floating Rate Notes: Yes No. If, Yes,
Interest Rate:
Interest Rate
Basis(es):

Floating Rate/Fixed Rate Note: Yes No. If, Yes,
Floating Interest
Rate:
Interest Rate
Basis(es):
Fixed Interest Rate:
Fixed Rate Commencement
Date:

Initial Interest Rate, if any: N/A

Initial Interest Reset Date: N/A

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CoreNotes® is a registered service mark of Merrill Lynch & Co.

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Interest Rate Basis(es). Check all that apply: N/A

- CD Rate
- Commercial Paper Rate
- Treasury Rate
- Other (See Attached)

CMT Rate
 LIBOR
 Prime Rate

If LIBOR: LIBOR Reuters Page LIBOR Moneyline Telerate Page
 LIBOR Currency:

If CMT Rate:
 Designated CMT Telerate Page:
 Weekly Average Monthly Average
 If 7052: Designated CMT Maturity Index:

Index
 Maturity: N/A
 Spread (+/-): N/A
 Spread Multiplier: N/A
 Interest Reset
 Date(s): N/A
 Interest Rate Determination Date(s): N/A
 Maximum Interest Rate, if any: N/A
 Minimum Interest Rate, if any: N/A

Calculation Agent: Citibank, N.A.

Computation of Interest: N/A
 (not applicable unless different than as specified in the prospectus and prospectus supplement)
 Day Count: N/A
 Convention:
 (not applicable unless different than as specified in the prospectus and prospectus supplement)

Discount Note: Yes No If, Yes,
 Total Amount of Discount:
 Initial Accrual Period of Discount:
 Additional/Other Terms:

Terms of Survivor's Option:
 Annual Put Limitation:

| | | | |
|---|--|--|----------------------------|
| | | <input checked="" type="checkbox"/> \$2,000,000 or 2%; | |
| | | or | |
| | | <input type="checkbox"/> \$__ or __% | |
| Individual Put Limitation: | | <input checked="" type="checkbox"/> \$250,000; or | |
| | | <input type="checkbox"/> \$__ | |
| Trust Put Limitation: | | <input checked="" type="checkbox"/> 2%; or \$ _ | |
| Redemption Provisions: | <input checked="" type="checkbox"/> Yes | <input type="checkbox"/> No. | If, Yes, |
| Initial Redemption Date: | 06/15/2007 | | |
| Redemption: | <input checked="" type="checkbox"/> In whole only and not in part | | |
| | <input type="checkbox"/> May be in whole or in part | | |
| Additional Other Terms: | Any redemption date will be an Interest Payment Date falling on or after the Initial Redemption Date | | |
| Repayment: | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No. | If, Yes, |
| Repayment Date(s): | | | |
| Repayment Price: | | | |
| Repayment: | <input type="checkbox"/> In whole only and not in part | | |
| | <input type="checkbox"/> May be in whole or in part | | |
| Additional Other Terms: | | | |
| Sinking Fund (not applicable unless specified): | N/A | | |
| Securities Exchange Listing: | <input type="checkbox"/> Yes | <input checked="" type="checkbox"/> No. | If, Yes, Name of Exchange: |
| Authorized Denominations: | | \$1,000 | |

Ratings:

The Notes issued under the Program are rated AA by Standard & Poor's (S&P).

Principal Life expects the Notes to be rated Aa3 by Moody's Investors Service, Inc. (Moody's).

Purchasing Agent(s) Purchasing Notes as Yes No. If Yes,
Principal:

| Purchasing Agent(s) | Principal Amount |
|---------------------|------------------|
| Merrill Lynch | \$6,007,000.0 |
| Total: | \$6,007,000.0 |

State of Organization of the Trust: New York

Additional/Other Terms: None

Special Tax Considerations: None

2. The Funding Agreement

Funding Agreement Issuer: Principal Life Insurance Company

Funding Agreement No.: 5-16301

Deposit: \$6,007,015.0

Net Deposit: \$5,886,860.0

Effective Date: 06/16/2004

Stated Maturity Date: 06/17/2019

Interest Payment Dates: The 15th day of every sixth month commencing on 12/15/2004.

Initial Interest Payment Date: 12/15/2004

Type of Interest Rate: Fixed Rate Floating Rate

Fixed Rate Funding Agreement: Yes No. If Yes,

Interest Rate: 6.00%

Floating Rate Funding Agreement: Yes No. If Yes,

Index Maturity: N/A

Spread (+/-): N/A

Spread Multiplier: N/A

Interest Reset Date(s): N/A

Interest Rate Determination Date(s): N/A

Maximum Interest Rate, if any: N/A

Minimum Interest Rate, if any: N/A

Computation of Interest: N/A
(not applicable unless different than as specified in the prospectus and prospectus supplement)

Day Count Convention: N/A
(not applicable unless different than as specified in the prospectus and prospectus supplement)

Discount Funding Agreement: Yes No. If Yes,
 Total Amount of Discount:
 Initial Accrual Period of Discount:
 Additional/Other Terms:

Terms of Survivor's Option:
 Annual Put Limitation: \$2,000,000 or 2%; or
 \$ _____ or %
 Individual Put Limitation: \$250,000; or
 \$ _____
 Trust Put Limitation: 2%; or \$ _____

Redemption: Yes No. If Yes,
 Initial Redemption Date: 06/15/2007
 Redemption: In whole only and not in part
 May be in whole or in part
 Additional Other Terms: Any redemption date will be an Interest Payment Date falling on or after the Initial Redemption Date.

Repayment: Yes No. If Yes,
 Repayment Date(s):
 Repayment Price:
 Repayment: In whole only and not in part
 May be in whole or in part
 Additional Other Terms:

N/A

Sinking Fund (not applicable unless specified):

Ratings:

The Funding Agreement issued under the Program is rated AA by S&P.

Principal Life expects the Funding Agreement to be rated Aa3 by Moody's.

Additional/Other Terms: None

Special Tax Considerations: None

3. The Guarantee

Guarantee Issuer: Principal Financial Group, Inc.

Effective Date: 06/16/2004

Additional/Other Terms: None