Principal Life Income Fundings Trust 2004-22 Form 424B5 June 28, 2004 Pricing Supplement 06/25/2004 Filed pursuant to Rule 424(b)(5)

Dated

(To Prospectus dated March 5, 2004, and Registration Statement No. 333-110499 and Prospectus Supplement dated March 5, 2004) 333-110499-01

**CUSIP: 74254PBD3** 

# Principal Life Insurance Company Principal® Life CoreNotes® (Callable) Issued Through Principal Life Income Fundings Trust 2004-22 (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:          | \$3,994,000.0 | Purchasing Agent Discount: | 1.200%     |
|----------------------------|---------------|----------------------------|------------|
| Issue Price:               | 100.0%        | Original Issue Date:       | 06/30/2004 |
| Net Proceeds to the Trust: | \$3,946,072.0 | Stated Maturity Date:      | 06/15/2011 |

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: x Fixed Rate o Floating Rate

Fixed Rate Notes: x Yes o No. If, Yes,

Interest Rate: 5.00%

Floating Rate Notes: o Yes x No. If, Yes,

Regular Floating Rate Notes: o Yes o No. If, Yes,

**Interest Rate:** 

Interest Rate Basis(es):

Floating Rate/Fixed Rate Note: o Yes o 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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Interest Rate Basis(es). Check all that apply: N/A o CMT Rate o CD Rate o Commercial Paper Rate o LIBOR o Treasury Rate o Prime Rate o Other (See Attached) If LIBOR: o LIBOR Reuters Page o LIBOR Moneyline Telerate Page LIBOR Currency: If CMT Rate: Designated CMT Telerate Page: If 7052: o Weekly Average o Monthly Average Designated CMT Maturity Index: **Index Maturity:** N/A N/A Spread (+/-): Spread Multiplier: N/A Interest Reset Date(s): N/A Interest Rate Determination Date(s): N/A Maximum Interest Rate, if any: N/A N/A Minimum Interest Rate, if any: Citibank, N.A. Calculation Agent: 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 Note: o Yes x No. If. Yes. Total Amount of Discount: Initial Accrual Period of Discount: Additional/Other Terms: Terms of Survivor s Option: **Annual Put Limitation:** x \$2,000,000 or 2%; or o \$\_\_\_\_or\_% **Individual Put Limitation:** x \$250,000; or o \$ x 2%; or \$\_\_\_\_ Trust Put Limitation: **Redemption Provisions:** x Yes If, Yes, o No.

06/15/2005

Initial Redemption Date:

Redemption: x In whole only and not in part

o 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: o Yes x No. If, Yes,

Repayment Date(s): Repayment Price:

Repayment: o In whole only and not in part

o May be in whole or in part

Additional Other Terms:

Sinking Fund (not applicable unless N/A

specified):

1033 11/11

Securities Exchange Listing: o Yes x 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 Principal:

x Yes

o No

If yes:

\$3,994,000.0

Purchasing Agent(s)

Merrill Lynch

\$3,994,000.0

State of Organization of the Trust: New York

Additional/Other Terms: None

Total:

Special Tax Considerations: None

#### 2. The Funding Agreement

Funding Agreement Issuer: Principal Life Insurance Company

Funding Agreement No.: 5-16307

Deposit: \$3,994,015.0

Net Deposit: \$3,946,072.0

Effective Date: 06/30/2004

Stated Maturity Date: 06/15/2011

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: x Fixed Rate o Floating Rate

Fixed Rate Funding Agreement: x Yes o No. If, Yes,

Interest Rate: 5.00%

Floating Rate Funding Agreement: o Yes x No. If, Yes,

Regular Floating Rate Funding Agreement: o Yes o No. If, Yes,

**Interest Rate:** 

Interest Rate Basis(es):

Floating Rate/Fixed Rate Funding Agreement: o Yes o 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

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

o CD Rate o CMT Rate o Commercial Paper Rate o LIBOR o Treasury Rate o Prime Rate

o Other (See Attached)

If LIBOR: o LIBOR Reuters Page o LIBOR Moneyline Telerate Page

LIBOR Currency:

If CMT Rate:

Designated CMT Telerate Page:

If 7052: o Weekly Average o Monthly Average

Designated CMT Maturity Index:

N/A **Index Maturity:** N/A Spread (+/-): N/A Spread Multiplier: N/A Interest Reset Date(s): **Interest Rate Determination** N/A Date(s): Maximum Interest Rate, if N/A any: Minimum Interest Rate, if N/A any: N/A Computation of Interest: (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) o Yes **Discount Funding** x No. If, Yes, Agreement: Total Amount of Discount: Initial Accrual Period of Discount: Additional/Other Terms: Terms of Survivor s Option: **Annual Put Limitation:** x \$2,000,000 or 2%; or o \$\_\_\_\_\_or\_% x \$250,000; or **Individual Put Limitation:** o \$\_ **Trust Put Limitation:** x 2%; or \$\_\_\_\_ Redemption: x Yes o No. If, Yes, Initial Redemption Date: 06/15/05 Redemption: x In whole only and not in part o May be in whole or in Additional Other Terms: Any redemption date will be an Interest Payment Date falling on or after the Initial Redemption Date Repayment: o Yes x No. If, Yes, Repayment Date(s): Repayment Price:

Repayment: o In whole only and not

in part

o May be in whole or in

part

Additional Other Terms:

Sinking Fund (not applicable

unless specified): N/A

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: 06/30/2004

Additional/Other Terms: None