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LAWLER JULIA M

Form 4 February 27, 2003

FORM 4

_ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

 Name and Ado Lawler, Julia M 			me and Tici inancial Gr		P	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)							
(Last) (First) (Middle) 711 High Street				rting	ntification I Person, voluntary)	Numbe	Mo	nth/Day/Year oruary 25, 2003	Σ	Director			
										enior Vice Pr nvestment Of	esident and Chief ficer		
(Street) Des Moines, IA 50392							Dat	5. If Amendment, Date of Original (Month/Day/Year)		7. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One			
										Reporting Perso	on		
(City)	(State)	Zip)	T	'able	I Non-D	erivat	ive Sec	urities Acquired,	Dispose	ed of, or Bene	ficially Owned		
1. Title of Security	2. Trans- action	2A. Deemed Execution		Code	4. Securitie (A) or Disp	osed o		5. Amount of Securities		6. Owner- ship Form:	7. Nature of Indirect		
(Instr. 3)	Date (Month/ Day/ Year)	Date, if any (Month/Day/ Year)	(Instr. 8 Code	V	(Instr. 3, 4 Amount	& 5) (A) or (D)	Price	Beneficially Owned Follow- ing Reported Transactions(s) (Instr. 3 & 4)		Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)		
Common Stock	2/25/03		A		679				928 (1)	D			
Common Stock									379	I	By 401(k) Plan		

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

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FORM 4 (continued) Table II - Derivative Securities Acquired, Disposed of, or Beneficially **Owned**

(e.g., puts, calls, warrants, options, convertible securities)

_	(**8*, F ****, *******, *******, *******, ******												
	1. Title of	2. Conver-	3.	3A.	4.	5. Number	6. Date Exercisable	7. Title and	8. Price of	9. Number of	10.	11. Nature	
ı	Derivative	sion or	Trans-	Deemed	Trans-	of	and Expiration	Amount of	Derivative	Derivative	Owner-	of Indirect	
ŀ	Security	Exercise	action	Execution	action	Derivative	Date	Underlying	Security	Securities	ship	Beneficial	
		Price of	Date	Date,	Code	Securities	(Month/Day/	Securities	(Instr. 5)	Beneficially	Form	Ownership	

^{*} If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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` /	j	(Month/ Day/	if any (Month/ Day/ Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)		Year)		(Instr. 3 & 4)		Owned Following Reported Transaction(s) (Instr. 4)	of Derivative Security: Direct (D) or Indirect	(Instr. 4)	
				Code V	(A)		Exer-cisable	Expira- tion Date		Amount or Number of Shares			(I) (Instr. 4)	
Employee Stock Option (Right to Buy)	\$27.57	2/25/03		A	25,695		(2)		Common Stock	25,695		25,695	D	

Explanation of Responses:

- (1) Reflects 249 shares acquired pursuant to the Principal Financial Group, Inc. Emloyee Stock Purchase Plan.
- (2) The option vests in three equal annual installments beginning on February 25, 2004.

By: /s/ Joyce N. Hoffman Attorney-in-Fact

February 27, 2003 Date

**Signature of Reporting Person

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