

PRINCIPAL LIFE INSURANCE CO
 Form 424B2
 July 21, 2008

der-bottom-width: 1"> LSAR ⁽²⁾ \$ 25.8 ⁽²⁾ ⁽²⁾ Common Stock 10,000 ⁽⁵⁾ 10,000 D Employee Stock Option
 (Right to Buy) ⁽²⁾ \$ 25.8 06/09/201106/08/2016 Common Stock 5,000 ⁽⁵⁾ 5,000 D LSAR ⁽²⁾ \$ 25.8
⁽²⁾ ⁽²⁾ Common Stock 5,000 ⁽⁵⁾ 5,000 D Employee Stock Option (Right to Buy) \$ 35.41
 03/01/2013⁽³⁾02/29/2020 Common Stock 6,850 ⁽⁵⁾ 6,850 D Employee Stock Option (Right to Buy) \$ 52.62
⁽⁴⁾02/22/2021 Common Stock 6,950 6,950 D

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Ottensmeyer Patrick J KANSAS CITY SOUTHERN PO BOX 219335 KANSAS CITY, MO 64121-9335 | | | EVP - Sales and Marketing | |

Signatures

Brian P. Banks,
 Attorney-in-fact

01/18/2012

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(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).
- (1) On August 12, 2011, Mr. Ottensmeyer disposed of 25,928 shares of common stock in a transaction exempted from Section 16.
 Limited Stock Appreciation Rights ("LSARs") are granted in tandem with stock options. LSARs become exercisable only following a change-in-control of the Company in lieu of related options and are exercisable only for cash. LSARs terminate when the related options are exercised or terminated.
 - (2) Prior to March 1, 2013, this option may become exercisable in 1/3 increments if the daily closing price of Kansas City Southern's common stock on the New York Stock Exchange is greater than or equal to \$38.95, \$42.85, and \$47.14, respectively, for at least 30 consecutive trading days. The first target was met and 4,567 of these options became exercisable on November 19, 2010. The second target was met and 4,567 of these options became exercisable on December 8, 2010. The third target was met and 4,566 of these options became exercisable on January 7, 2011.
 - (3) These options become exercisable in three equal installments beginning on the first anniversary of the date of grant.
 - (4) On August 12, 2011, Mr. Ottensmeyer disposed of 50% of these stock options and if applicable the related LSARs in a transaction exempted from Section 16.
 - (5)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.