

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): December 27, 2012

**PROLOGIS, INC.
PROLOGIS, L.P.**

(Exact Name of Registrant as Specified in its Charter)

Maryland (Prologis, Inc.)
Delaware (Prologis, L.P.)
(State or Other Jurisdiction
of Incorporation)

001-13545 (Prologis, Inc.)
001-14245 (Prologis, L.P.)
(Commission
File Number)

94-3281941 (Prologis, Inc.)
94-3285362 (Prologis, L.P.)
(IRS Employer
Identification No.)

Pier 1, Bay 1, San Francisco, California 94111
(Address of Principal Executive Offices, including Zip Code)

(415) 394-9000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On December 27, 2012, we announced that, effective December 31, 2012, Walter C. Rakowich will retire from his position as a member of the board of directors and co-chief executive officer of Prologis, Inc. As announced in January 2011 at the time of the AMB Property Corporation and ProLogis merger, Hamid R. Moghadam will assume the role of chief executive officer and chairman of the board of Prologis, Inc. on January 1, 2013.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(d) Exhibits:

<u>Exhibit Number</u>	<u>Description</u>
99.1	Prologis, Inc. Press Release dated December 27, 2012.

SIGNATURE

Pursuant to the requirements of the Securities and Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Prologis, Inc.
(Registrant)

Date: December 28, 2012

By: /s/ Michael T. Blair
Name: Michael T. Blair
Title: Managing Director and Deputy General Counsel

Prologis, L.P.
(Registrant)

By: Prologis, Inc,
Its general partner

Date: December 28, 2012

By: /s/ Michael T. Blair
Name: Michael T. Blair
Title: Managing Director and Deputy General Counsel

**FOR IMMEDIATE RELEASE****Prologis Announces Executive Management Transition**

Co-CEO Walter C. Rakowich to Retire on December 31, 2012 as Previously Planned

SAN FRANCISCO (Dec. 27, 2012) – Prologis, Inc. (NYSE: PLD), the leading global owner, operator and developer of industrial real estate, today announced that Walter C. Rakowich, co-CEO and member of the executive committee on the board of directors, will retire from both positions on December 31, 2012. As announced in January 2011 at the time of the AMB and ProLogis merger, Hamid R. Moghadam will assume the role of CEO and chairman on January 1, 2013.

“Prologis is an organization filled with a talented team of professionals committed to providing excellence to our global customers and investors each and every day,” said Rakowich. “I am especially proud of how seamlessly the company has come together over the past two years. Very few organizations have a solid growth story, a recognized brand, proven customers, and the capital to execute their plans. I will be watching closely from the sidelines as Prologis continues to grow and I have full confidence that Hamid will take the company to the next level.”

Rakowich served as CEO of ProLogis from November 2008 until the merger with AMB in 2011, at which time he assumed the role of co-CEO. Prior to this, Rakowich served as president and chief operating officer from 2005 to 2008, and from 1998 to 2005 he was a managing director and chief financial officer. He joined ProLogis in 1994.

“Walt’s industry expertise, leadership style, and demand for excellence helped make the largest real estate merger in history a resounding success,” said Moghadam. “There is no other executive I would have rather partnered with to lead this company over the past two years. Walt’s steady hand and unwavering commitment played a critical role in building the Prologis of today and helped establish our foundation for an even stronger future. On behalf of everyone at Prologis, we wish Walt and his family nothing but the best.”

About Prologis

Prologis, Inc. is the leading owner, operator and developer of industrial real estate, focused on global and regional markets across the Americas, Europe and Asia. As of September 30, 2012, Prologis owned or had investments in, on a consolidated basis or through unconsolidated joint ventures, properties and development projects expected to total approximately 565 million square feet (52.5 million square meters) in 21 countries. The company leases modern distribution facilities to more than 4,500 customers, including manufacturers, retailers, transportation companies, third-party logistics providers and other enterprises.

Media Contacts

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