
**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): June 10, 2014

**PROLOGIS, INC.
PROLOGIS, L.P.**
(Exact name of registrant as specified in 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.)
(I.R.S. Employer
Identification No.)

Pier 1, Bay 1, San Francisco, California
(Address of Principal Executive Offices)

94111
(Zip Code)

Registrants' Telephone Number, including Area Code: (415) 394-9000

N/A
(Former name or former address, if changed since last report.)

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 (see General Instruction A.2. below):

- 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))
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Item 8.01. Other Events.

On June 10, 2014, Prologis, Inc. issued a press release, a copy of which has been filed as an exhibit to this report and is incorporated herein by reference.

Item 9.01 Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated June 10, 2014.

SIGNATURES

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

June 11, 2014

PROLOGIS, INC.

By: /s/ Michael T. Blair

Name: Michael T. Blair

Title: Managing Director, Deputy General Counsel

June 11, 2014

PROLOGIS, L.P.

By: Prologis, Inc., its general partner

By: /s/ Michael T. Blair

Name: Michael T. Blair

Title: Managing Director, Deputy General Counsel

EXHIBIT INDEX

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release, dated June 10, 2014.

**FOR IMMEDIATE RELEASE****Prologis Closes Initial Public Offering of
Real Estate Investment Trust on Mexican Stock Exchange**

SAN FRANCISCO (June 10, 2014) – Prologis, Inc. (NYSE: PLD), the global leader in industrial real estate, today announced that FIBRA Prologis – a Mexican real estate investment trust – has successfully completed its initial public offering (IPO) and listing on the Mexican Stock Exchange.

FIBRA Prologis (BMV: FIBRAPL 14) raised nearly 7 billion pesos (\$541.4 million) through its IPO comprising 258 million Real Estate Trust Certificates (Certificados Bursátiles Fiduciarios Inmobiliarios or “CBFIs”). The IPO included an international placement of more than 158 million CBFIs and a domestic offering of nearly 100 million CBFIs, excluding over-allotment options available within 30 days of the offering. As of June 9, 2014, Prologis had an ownership interest of approximately 48 percent in the FIBRA.

“We are very pleased FIBRA Prologis received such high levels of demand for its IPO, which is a testament to the quality of its initial portfolio, the strength of our local team, and the track record of Prologis as a sponsor,” said Eugene F. Reilly, CEO, Prologis Americas. “This transaction is consistent with our strategy to grow our platform and to simplify our business in Mexico.”

FIBRA Prologis’ assets total 29.7 million square feet (2.8 million square meters) and include 177 logistics and manufacturing facilities in Mexico. The Class-A portfolio includes assets from Prologis’ wholly owned Mexico properties, as well as from the former Prologis MX Fund LP and Prologis México Fondo Logístico. The FIBRA has a right of first refusal on stabilized Prologis-developed properties in Mexico as well as the ability to acquire properties from third parties.

This announcement is not an offer of securities for sale in the United States or any other jurisdiction. Any securities issued by FIBRA Prologis have not been and will not be registered under the U.S. Securities Act of 1933, as amended. Securities may not be offered or sold in the United States unless they are registered or exempt from registration. This press release is for information purposes only, and includes only information that is publicly available. Potential investors interested in acquiring securities issued by FIBRA Prologis in Mexico should not rely on the information contained in this press release, and should only rely on the information contained in the definitive prospectus published in the web page of the Mexican National Banking and Securities Commission (Comision Nacional Bancaria y de Valores) at www.cnbv.gob.mx and the Mexican Securities Exchange (Bolsa Mexicana de Valores, S.A.B. de C.V.) at www.bmv.com.mx when making an investment decisions in such securities.

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 March 31, 2014, Prologis owned or had investments in, on a wholly owned basis or through co-investment ventures, properties and development projects expected to total approximately 574 million square feet (53.3 million square meters) in 21 countries. The company leases modern distribution facilities to more than 4,700 customers, including manufacturers, retailers, transportation companies, third-party logistics providers and other enterprises.

www.prologis.com



The statements in this document that are not historical facts are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are based on current expectations, estimates and projections about the industry and markets in which Prologis operates, management's beliefs and assumptions made by management. Such statements involve uncertainties that could significantly impact Prologis' financial results. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," "estimates," and variations of such words and similar expressions are intended to identify such forward-looking statements, which generally are not historical in nature. All statements that address operating performance, events or developments that we expect or anticipate will occur in the future — including statements relating to rent and occupancy growth, development activity and changes in sales or contribution volume of properties, disposition activity, general conditions in the geographic areas where we operate, our debt and financial position, our ability to form new co-investment ventures and the availability of capital in existing or new co-investment ventures — are forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions that are difficult to predict. Although we believe the expectations reflected in any forward-looking statements are based on reasonable assumptions, we can give no assurance that our expectations will be attained and therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements. Some of the factors that may affect outcomes and results include, but are not limited to: (i) national, international, regional and local economic climates, (ii) changes in financial markets, interest rates and foreign currency exchange rates, (iii) increased or unanticipated competition for our properties, (iv) risks associated with acquisitions, dispositions and development of properties, (v) maintenance of real estate investment trust ("REIT") status and tax structuring, (vi) availability of financing and capital, the levels of debt that we maintain and our credit ratings, (vii) risks related to our investments in our co-investment ventures and funds, including our ability to establish new co-investment ventures and funds, (viii) risks of doing business internationally, including currency risks, (ix) environmental uncertainties, including risks of natural disasters, and (x) those additional factors discussed in reports filed with the Securities and Exchange Commission by Prologis under the heading "Risk Factors." Prologis undertakes no duty to update any forward-looking statements appearing in this document.

MEDIA CONTACTS

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