

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

OMB APPROVAL

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

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person * JAQUIER GUY F			2. Issuer Name and Ticker or Trading Symbol Prologis, Inc. [PLD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ____ Director <input checked="" type="checkbox"/> Officer (give title below) _____ 10% Owner ____ Other (specify below) CEO, Private Capital		
(Last) (First) (Middle) C/O PROLOGIS, INC., PIER 1, BAY 1			3. Date of Earliest Transaction (Month/Day/Year) 08/14/2012					
(Street) SAN FRANCISCO, CA 94111			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person ____ Form filed by More than One Reporting Person		
(City) (State) (Zip)			<b>Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock (1)	08/14/2012	08/14/2012	J		3,625	D	\$ 0	64,190	D	
Common Stock (1)	08/14/2012	08/14/2012	J		3,625	A	\$ 0	74,064	I	Jaquier Family Trust
Common Stock (2)	12/03/2012	12/03/2012	M		61,171	A	\$ 27.12	135,235	I	Jaquier Family Trust
Common Stock (2)	12/03/2012	12/03/2012	S		61,171	D	\$ 34.21 (3)	74,064	I	Jaquier Family Trust
Common Stock								500	I	By son
Common Stock								500	I	By daughter
Common Stock								34,931	I	Rabbi Trust

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

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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date					
Non-Qualified Stock Option (right to buy) (2) (4)	\$ 27.12	12/03/2012	12/03/2012	M		5,370	02/13/2003(4) 02/13/2013(4)	Common Stock	5,370	\$ 0	654,340	D	
Non-Qualified Stock Option (right to buy) (2) (5)	\$ 27.12	12/03/2012	12/03/2012	M		55,801	01/01/2006(5) 02/13/2013(5)	Common Stock	55,801	\$ 0	598,539	D	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAQUIER GUY F C/O PROLOGIS, INC. PIER 1, BAY 1 SAN FRANCISCO, CA 94111			CEO, Private Capital	

## Signatures

Kristi Oberson, attorney in fact for Guy F. Jaquier		12/05/2012
<small>Signature of Reporting Person</small>		<small>Date</small>

## 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) Transfer from direct ownership to the Jaquier Family 2004 Trust of which the reporting person is a trustee.
- (2) This transaction was conducted pursuant to and in accordance with a 10b5-1 plan dated on October 31, 2011, entered into by the Jaquier Family 2004 Trust dated May 11, 2004, of which the reporting person is a trustee.
- (3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$34.03 to \$34.30. The reporting person undertakes to provide to Prologis, Inc., any security holder of Prologis, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price.
- (4) The options became fully exercisable on 2/13/2003. There are no options remaining under this award.
- (5) The options became fully exercisable on 1/1/2006. There are no options remaining under this award.

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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