

# FORM 4

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

OMB APPROVAL	
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## 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

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

(Print or Type Responses)

1. Name and Address of Reporting Person* Curless Michael S			2. Issuer Name and Ticker or Trading Symbol Prologis, Inc. [PLD]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Chief Investment Officer		
(Last) (First) (Middle) C/O PROLOGIS, INC., PIER 1, BAY 1			3. Date of Earliest Transaction (Month/Day/Year) 01/30/2014					
(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 <input type="checkbox"/> 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)	01/30/2014	01/30/2014	M		2,946	A	\$ 0	11,053 (2)	D	
Common Stock (3)	01/30/2014	01/30/2014	M		105	A	\$ 0	11,158	D	
Common Stock (4)	01/30/2014	01/30/2014	F		1,223	D	\$ 38.81	9,935	D	
Common Stock (5)	01/30/2014	01/30/2014	M		2,947	A	\$ 0	12,882	D	
Common Stock (4)	01/30/2014	01/30/2014	F		1,103	D	\$ 38.81	11,779	D	
Common Stock (6)								15,016	I	Michael S. Curless Trust (6)
Common Stock (7)								15,015	I	Nancy G. Curless Trust (7)

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	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Units (1)	\$ 0	01/30/2014	01/30/2014	M		2,946		(1)	(1)	Common Stock	2,946	\$ 0	87,299	D	
Dividend Equivalent Units (3)	\$ 0	01/30/2014	01/30/2014	M		105		(3)	(3)	Common Stock	105	\$ 0	87,194	D	

Restricted Stock Units (5)	\$ 0	01/30/2014	01/30/2014	M			2,947	(5)	(5)	Common Stock	2,947	\$ 0	84,247	D
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Curless Michael S C/O PROLOGIS, INC., PIER 1, BAY 1 SAN FRANCISCO, CA 94111			Chief Investment Officer	

## Signatures

/s/ Tammy Colvocoresses, attorney in fact for Michael S. Curless		02/03/2014
<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) Conversion of Restricted Share Units (RSUs) following vest and issuance to reporting person on January 30, 2014. The RSUs converted into Prologis common stock after vesting on a 1-for-1 basis. RSUs have no exercise price or expiration date.
- (2) Balance in column 5 includes an adjustment of 102 shares omitted in previous filing.  
Conversion of Dividend Equivalent Units (DEUs) following vest on January 30, 2014. DEUs were accrued on outstanding RSUs at the Prologis common stock distribution rate at the time distributions on common stock occurred between November 11, 2008 and December 31, 2009 and vest with the underlying RSU. They are paid in the form of Prologis common stock at the rate of one common share per DEU.
- (4) Shares withheld for payment of the tax liability associated with the receipt of common stock acquired upon the vesting of the RSUs referenced in Table II.
- (5) Conversion of Restricted Share Units (RSUs) following vest on January 28, 2014 and issued to the reporting person on January 30, 2014. The RSUs converted into Prologis common stock after vesting on a 1-for-1 basis. RSUs have no exercise price or expiration date.
- (6) Held indirectly in a trust of which the reporting person is the trustee and beneficiary.
- (7) Held indirectly in a trust of which the reporting person's spouse is the trustee and beneficiary.

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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