| FORM | 4 |
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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). |

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

OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response... 0.5

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 REILLY EUGENE F | 2. Issuer Name a Prologis, Inc. [| | or Tr | ading Syn | nbol | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner | | | | | | | | |
| C/O PROLOGIS, INC., PIE | 3. Date of Earliest Transaction (Month/Day/Year) 11/28/2017 | | | | | | X Officer (give title below) Other (specify below) CEO, The Americas | | | | | | | |
| (Street) SAN FRANCISCO, CA 941 | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | | |
| (City) (State) | (City) (State) (Zip) | | | | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | | Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | | Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: | Beneficial | | | | |
| | | (Month/Day/Year) | Code | v | Amount | (A) or (D) | Price | (Instr. 3 and 4) | Direct (D) or Indirect (I) (Instr. 4) | Ownership (Instr. 4) | | | | |
| Common Stock | 11/28/2017 | 11/28/2017 | S | | 15,000 | D | \$ 66.61 <u>(1)</u> | 63,365 | D | | | | | |
| Common Stock | 11/30/2017 | 11/30/2017 | S | | 3,000 | 3,000 D \$ 66.25 | | 60,365 | D | | | | | |
| Common Stock | | | | | | | | 2,811 | I | The Reilly Family Trust ⁽²⁾ | | | | |

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

SEC 1474 (9-02)

Persons who respond to the collection of information S contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

| (<i>e.g.</i> , puts, calls, warrants, options, convertible securities) | | | | | | | | | | | | | | | |
|---|-------------|------------------|--------------------|------------|----|-----------|-------|---------------------|------------|--------|---------|-------------|----------------|-------------|-------------|
| 1. Title of | 2. | 3. Transaction | 3A. Deemed | 4. | | 5. | | 6. Date Exer | cisable | 7. Tit | le and | 8. Price of | 9. Number of | 10. | 11. Nature |
| Derivative | Conversion | Date | Execution Date, if | Transacti | on | Numb | ber | and Expiration | on Date | Amou | unt of | Derivative | Derivative | Ownership | of Indirect |
| Security | or Exercise | (Month/Day/Year) | any | Code | | of | | (Month/Day | /Year) | Under | rlying | Security | Securities | Form of | Beneficial |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) | | Deriv | ative | | | Secur | rities | (Instr. 5) | Beneficially | Derivative | Ownership |
| | Derivative | | | | | Secur | ities | | | (Instr | . 3 and | | Owned | Security: | (Instr. 4) |
| | Security | | | | | Acqu | ired | | | 4) | | | 0 | Direct (D) | |
| | | | | | | (A) o | | | | | | | 1 | or Indirect | |
| | | | | | | Dispo | | | | | | | Transaction(s) | | |
| | | | | | | of (D) | | | | | | | (Instr. 4) | (Instr. 4) | |
| | | | | | | (Instr | | | | | | | | | |
| | | | | | | 4, and 5) | | | | | | | | | |
| | | | | | | | | | | | Amount | | | | |
| | | | | | | | | Date | Expiration | | or | | | | |
| | | | | | | | | Date Exercisable | 1 | Title | Number | | | | |
| | | | | | | | | Exercisable | Date | | of | | | | |
| | | | | Code | V | (A) | (D) | | | | Shares | | | | |

Reporting Owners

| | Relationships | | | | | | | |
|---|---------------|--------------|-------------------|-------|--|--|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | | | |
| REILLY EUGENE F C/O PROLOGIS, INC. PIER 1, BAY 1 SAN FRANCISCO, CA 94111 | | | CEO, The Americas | | | | | |

Signatures

| /s/ Tammy Colvocoresses, attorney in fact for Eugene F. Reilly | 11/30/2017 |
|--|------------|
| **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).
- The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$66.60 to \$66.67. The reporting person (1) 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.
- (2) Held indirectly in a trust with the reporting person as trustee.

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.