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

OMB APPR	OVAL
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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

<i>(</i> 3)														
1. Name and Address of Reporting Person * Anderson Gary E				2. Issuer Name and Ticker or Trading Symbol Prologis, Inc. [PLD]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
NC., PIER 1, BA		3. Date of Earliest Transaction (Month/Day/Year) 12/19/2019					X_Officer (give title below) Other (specify below)  Chief Operating Officer							
(Street)  O, CA 94111		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							
(State)	(Zip)	Table I - Non-Derivative Securities Acqu					es Acquire	ired, Disposed of, or Beneficially Owned						
	Date	Execution any	n Da	Year)	ode istr. 8	(A) (Ins	or Disposed str. 3, 4 and 5	of (D) Ow Tra (In	5. Amount of Securities Beneficiall Owned Following Reported Transaction(s) (Instr. 3 and 4)			Ownership Form: Direct (D) or Indirect I)	Nature Indirect eneficial wnership nstr. 4)	
separate line for eac	Table II -	Derivativ	e Se	curities A	Acqui	Persons containe form dis	who respond in this for plays a cur	rm are not rently vali- neficially O	required d OMB co	l to respon	d unless th		74 (9-02)	
Security or Exercise (Month/Day/Year) any		4. if Transaction Code		5. Number		6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Ti of U		7. Title and of Underly Securities	ing		Derivative Securities Beneficially Owned Following Reported	Ownership Form of Derivative Security: Direct (D) or Indirect	Beneficia Ownersh (Instr. 4)	
		Code	V	(A)	(D)	Date Exercisable		Title	Amount or Number of Shares		(Instr. 4)	(Instr. 4)		
12/19/2019	12/19/2019	A		27,753		<u>(2)</u>	<u>(2)</u>	Commor Stock	27,753	\$ 0.01	431,814	D		
12/19/2019	12/19/2019	A		794		<u>(2)</u>	(2)	Common	794	\$ 0.01	432,608	D		
	(First) NC., PIER 1, BA (Street)  O, CA 94111 (State)  separate line for each and a separate line for e	(First) (Middle) (NC., PIER 1, BAY 1  (Street)  O, CA 94111  (State)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. M. Deemed Execution Date, if any (Month/Day/Year)	Prologis   Street   A. If Ames   D. CA 94111   (State)   Z. Transaction Date (Month/Day/Year)   Date (In In I	Prologis, In  (Middle) (Street)  3. Date of Ear 12/19/2019  4. If Amendm  2. Transaction Date (Month/Day/Year)  Separate line for each class of securities beneficially of the date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  4. Transaction Code (Month/Day/Year)  (Month/Day/Year)  4. Transaction Code (Instr. 8)	Prologis, Inc. [PLD 3. Date of Earliest Tran 12/19/2019  (Street) 4. If Amendment, Date 2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  Separate line for each class of securities beneficially owned directly any (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warra (Month/Day/Year))  3. Transaction Date (e.g., puts, calls, warra (Month/Day/Year))  3. Transaction Date (Month/Day/Year)  (Month/Day/Year)  3. Transaction Date (Instr. 8)  (Month/Day/Year)  3. Cc (Instr. 8)  4. Code (Instr. 8)  5. Numb (Code (Instr. 8))  6. Code (Instr. 3)  7. Acquire or Disposof (D) (Instr. 3)  8. Code (Instr. 3)  9. Code (Instr. 3)  1. Code (Instr. 3)  2. Code (Instr. 3)  3. Date of Earliest Tran 12/19/2019  3. Date of Earliest Tran 12/19/2019  4. If Amendment, Date (Instr. 3)  3. Code (Instr. 3)  4. Code (Instr. 4)  5. Numb (Instr. 3)  6. Code (Instr. 3)  6. Code (Instr. 3)  6. Code (Instr. 3)  6. Code (Instr. 3)	Prologis, Inc. [PLD]	Prologis, Inc. [PLD]  (First) (Middle) 3. Date of Earliest Transaction (Month/D 12/19/2019  4. If Amendment, Date Original Filed(Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Instr. 8)  4. S. Number (Public Persons container form distribution Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Instr. 8)  4. S. Number (Date (Month/Day/Year) of Derivative Securities Acquired, Dispose (Month/Day/Year)  3. Transaction Date (Instr. 8)  4. S. Number (Date (Month/Day/Year) of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Exercisable (Month/Day/Year)  Code V (A) (D)	Prologis, Inc. [PLD]  (First) (Middle) NC., PIER 1, BAY 1  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  (Street) 5. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Month/Day/Year)  (Month/Day/Year) 2. Transaction Date (Month/Day/Year)  (A) or Disposed (Instr. 3, 4 and 5)  (A) or Disposed of Original Filed(Month/Day/Year)  (B) Original Filed(Month/Day/Year)  (B) Original Filed(Month/Day/Year)  (B) Original Filed(Month/Day/Year)  (	Prologis, Inc. [PLD]  (First) (Middle) (Street) 3. Date of Earliest Transaction (Month/Day/Year) 12/19/2019  (Street) 4. If Amendment, Date Original Filed, Month/Day/Year) 6. X. D. CA 94111  (State) 7. Table I - Non-Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (Instr. 3, 4 and	Prologis, Inc. [PLD]  (First) (NC., PIER 1, BAY 1  (Street) (State)  2. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Transaction Code (Instr. 8)  2. Transaction Date (Instr. 3, 4 and 5)  2. Persons who respond to the collectior contained in this form are not required form displays a currently valid OMB or  (E.g., puts, calls, warrants, options, convertible securities)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible securities)  4. So, Number Code (Instr. 3)  5. Number Code (Instr. 3)  6. Date Exercisable (Month/Day/Year)  7. Title and Amount of Underlying Securities (Instr. 3 and 4)  7. Title and Amount of Underlying Securities (Instr. 3 and 4)  7. Title and Amount of Underlying Securities (Instr. 3 and 4)  8. Number Code (Instr. 3, 4, and 5)  9. Number Code (Instr. 3, 4, and 5)  9. Number Code (Instr. 3, 4, and 5)  9. N	Prologis, Inc. [PLD]  (First) (Middle)	Prologis, Inc. [PLD]  (Check all applicable protogis, Inc. [PLD]  (First)  (NC., PIER I, BAY I	2. Issuer Name and Ticker or Trading Symbol Prologis, Inc. [PLD]   S. Relationship of Reporting Person(s) to Issuer (Check all applicable)	

	Relationships						
Reporting Owner Name / Address		10% Owner	Officer	Other			
Anderson Gary E C/O PROLOGIS, INC., PIER 1, BAY 1 SAN FRANCISCO, CA 94111			Chief Operating Officer				

## **Signatures**

/s/ Tammy Colvocoresses, attorney in fact for Gary E. Anderson	12/19/2019
**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).

- Represents LTIP Units of Prologis, L.P. (the "LTIP Units") which vest 25% on each of 12/19/2020, 12/19/2021, 12/19/2022 and 12/19/2023, subject to continued employment. The (1) LTIP Units were issued to the reporting person pursuant to the Prologis, Inc. 2012 Long-Term Incentive Plan (the"2012 LTIP").
  - Conditioned upon minimum allocations to the capital accounts of the LTIP Units for federal income tax purposes, each vested LTIP Unit may be converted, at the election of the holder, into a common unit of limited partnership interest in Prologis, L.P. (a "Common Unit"). Each Common Unit acquired upon conversion of a vested LTIP Unit may be presented
- (2) for redemption, at the election of the holder, for cash equal to the then fair market value of a share of Common Stock of the Company (the "Common Stock"), except that the Company may, at its election, acquire each Common Unit so presented for one share of Common Stock. The rights to convert vested LTIP Units into Common Units and redeem Common Units have no expiration dates.

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.