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 0.5 hours per response..

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

| 1. Name and Address of Reporting Person* SKELTON JEFFREY L | | |] | 2. Issuer Name and Ticker or Trading Symbol Prologis, Inc. [PLD] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director10% Owner | | | | | |
|--|---|-----------------------|--|--|---|--|--|---|--|---|---|---------------------------------|--|--|-----------------------------------|
| (Last) (First) (Middle) C/O PROLOGIS, INC., PIER 1, BAY 1 | | | _ : | 3. Date of Earliest Transaction (Month/Day/Year) 12/31/2020 | | | | | | Officer (give | title below) | Other (| specify below) | | |
| (Street) | | | 4 | 4. If Amendment, Date Original Filed(Month/Day/Year) | | | | | _X_ | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| SAN FRAN | NCISCO, (| | (7:) | | | | | | | | | | | | |
| (City) | (City) (State) (Zip) | | | Table I - Non-Derivative Securities Acqu | | | | | | es Acquired | nired, Disposed of, or Beneficially Owned | | | | |
| 1.Title of Security (Instr. 3) | | | 2. Transaction Date (Month/Day/Year) | any | Date, if | 3. Transac Code (Instr. 8) | | (A) or Disposed | | of (D) Owned Follow | | | l Ov | wnership of orm: Be | 7. Nature of Indirect Beneficial |
| | | | | (Month/D | oay/Year) | Coo | | V Amo | (A) or unt (D) | (Instr. 3 and 4) | | or (I) | Direct (D) Owners (Instr. 4) | | |
| D i d D | port on a sep | arate line for each o | lass of securities be | eneficially | owned di | rectly o | r indire | ectly. | | | | | | | |
| Reminder: Re | F | | | | | | П- | | .1 | | - 114!4 | C ! C 4! | | | 74 (0 00) |
| Reminder: Re | r | | | | | | in | this form | n are not r | equired to | respond ι | | on contained form displays | | 74 (9-02) |
| Reminder: Re | | | | | | | in a o uired, | this forr currently Disposed | n are not r / valid OM l of, or Bend | required to B control reficially Ow | respond ι number. | | | | 74 (9-02) |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion | | 3A. Deemed Execution Date, is | 4. Transact | 5. N Deri Secu Acq or D (D) | umber of vative arities uired (Arisposed er. 3, 4, | uired, , optio of 6. an (M | this forr currently Disposed | m are not r valid OMI of, or Bendertible secur rcisable ion Date | required to B control reficially Ow | respond unumber. red I Amount ing | inless the | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) | 11. Natı |
| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative | Date | 3A. Deemed Execution Date, in | 4. Transact | 5. N Deri Secu Acquor D (D) (Inst and | umber ovative urities uired (Aisposed er. 3, 4, 5) | uired, option of 6. an (N | this form currently Disposed ons, conver Date Exe and Expirate | m are not r valid OMi l of, or Bend retible secur recisable ion Date v/Year) | equired to B control i eficially Owities) 7. Title and of Underly Securities (Instr. 3 an | respond unumber. red I Amount ing | 8. Price of Derivative Security | 9. Number of Derivative Securities Beneficially Owned Following Reported | 10. Ownership Form of Derivative Security: Direct (D) or Indirect | 11. Natiof Indires Benefic Owners |

Reporting Owners

| | Relationships | | | | | |
|---|---------------|--------------|---------|-------|--|--|
| Reporting Owner Name / Address | Director | 10% Owner | Officer | Other | | |
| SKELTON JEFFREY L C/O PROLOGIS, INC. PIER 1, BAY 1 SAN FRANCISCO, CA 94111 | X | | | | | |

Signatures

| /s/ Tammy Colvocoresses attorney in fact for Jeffrey L. Skelton | 01/05/2021 |
|---|------------|
| 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 Dividend Equivalent Units (DEUs) earned on Deferred Stock Units (DSUs) associated with current service on our board that are deferred under the Prologis, Inc. Nonqualified Deferred Compensation Plan (the NQDC Plan). DEUs accrue on outstanding DSUs at the Prologis common stock dividend rate at the time dividends are paid on Prologis common stock.

(1) DEUs and the underlying DSUs vest 100% on the earlier of the first anniversary of the grant date or the first annual meeting of the stockholders of Prologis after the grant date (generally in May each year). The receipt of such DEUs is deferred along with the underlying DSUs. DSUs and DEUs are paid in the form of Prologis common stock at the rate of one common share per DSU or DEU. Balance in column 9 includes DSUs and DEUs.

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.