FORM 4
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
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 ${ }^{*}$ KENNARD LYDIA H |  |  | 2. Issuer Name and Ticker or Trading Symbol Prologis, Inc. [PLD] |  |  |  |  |  | 5. Relationship of Reporting Person(s) to Issuer <br> (Check all applicable) <br> X_Director$10 \%$ Owner <br> Ont <br> Other (specify below) |  |  |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| C/O PROLOGIS, INC., PIER 1, BAY 1 |  |  | 3. Date of Earliest Transaction (Month/Day/Year) $12 / 31 / 2021$ |  |  |  |  |  |  |  |  |
| (Street) |  |  | 4. If Amendment, Date Original Filed(Month/Day/Year) |  |  |  |  |  | 6. Individual or Joint/Group Filing(Check Applicable Line) <br> X_Form filed by One Reporting Person Form filed by More than One Reporting Person |  |  |
| (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) | 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. <br> Ownership <br> Form: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|  |  | Code |  | V | Amount | (A) or (D) | Price |  |  |  |

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. <br> Conversion or Exercise Price of Derivative Security | 3. Transaction Date <br> (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. <br> Transaction <br> Code <br> (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. <br> Ownership <br> Form of <br> Derivative <br> Security: <br> Direct (D) <br> or Indirect <br> (I) <br> (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: | :---: |
| Dividend <br> Equivalent <br> Units - <br> NQDC | \$ 0 | 12/31/2021 | 12/31/2021 | A |  | 24.0594 |  | (1) | (1) | Common Stock | 24.0594 | \$ $0 \underline{(1)}$ | 6,453.6502 | D |  |

## Reporting Owners

| Reporting Owner Name / Address | Relationships |  |  |  |
| :--- | :---: | :---: | :---: | :---: |
|  | Director | $10 \%$ <br> Owner | Officer | Other |
|  |  |  |  |  |
| C/O PROLOGIS, INC. <br> PIER 1, BAY 1 <br> SAN FRANCISCO, CA 94111 | X |  |  |  |

## Signatures

/s/ Tammy Colvocoresses attorney in fact for Lydia H. Kennard


## Explanation of Responses:

[^0]** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. $78 \mathrm{ff}(\mathrm{a})$.

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 (NQDC Plan). DEUs accrue on outstanding DSUs at the Prologis common stock dividend rate at the time dividends are paid on Prologis common stock. DEUs (1) 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. DSU 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.


[^0]:    * If the form is filed by more than one reporting person, see Instruction 4(b)(v).

