SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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 * <u>Piani Olivier</u>					2. Issuer Name and Ticker or Trading Symbol <u>Prologis, Inc.</u> [PLD]									tionship of F all applicab Director		Person	(s) to Issuer 10% Ov	
(Last) (First) (Middle)					3. Date of Earliest Transaction (Month/Day/Year) 09/30/2022									Officer (g below)	ive title		Other (s below)	
C/O PROLOGIS, INC. PIER 1, BAY 1					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indiv X	vidual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person				
(Street) SAN other status													Form file	d by More	than C	one Reportir	ng Person	
	FRANCISCO CA		94111															
(City)	(Stat	e) (Zip)															
		1	able I - Noi	n-Deriv	ative S	Securitie	s Acq	uired, I	Dis	posed o	f, or	Benefi	cially Ow	ned				
Date					saction 2A. Deemed Execution D if any (Month/Day/		Date,	Code (Instr.		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 a				Beneficial Following		Form	/nership : Direct (D) lirect (I) : 4)	7. Nature of Indirect Beneficial Ownership
								Code	v	Amount		(A) or (D)	Price	 Transaction(s) (Instr. 3 and 4) 				(Instr. 4)
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	Cod	saction e (Instr.	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 Securities Underlying Derivative Security (Inst 3 and 4)			8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securitie Beneficia Owned Following Reported Transact	e s ally g	ly Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
								Date		Expiration			Amount or Number of		(Instr. 4)			

1. Represents DEUs earned on DSUs associated with current service on the 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. 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

\$0.00⁽¹⁾

common share per DSU or DEU. Balance in column 9 includes DSUs and DEUs.

Remarks:

Dividend

Equivalent

Units- NQDC

Explanation of Responses:

/s/ Tammy Colvocoresses attorney-in-fact for Olivier Piani

Shares

41.8062

\$0.00⁽¹⁾

10/04/2022

5,418.4114

D

** Signature of Reporting Person

Date

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

09/30/2022

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

09/30/2022

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Code

Α

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

(A)

41.8062

v

(D)

Exercisable

(1)

Date

(1)

Title

Common

Stock