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# PROLOGIS, INC.

## FORM 8-K
(Current report filing)

Filed 10/20/20 for the Period Ending 10/20/20

| | |
|---|---|
| Address | PIER 1 BAY 1 |
| | SAN FRANCISCO, CA, 94111 |
| Telephone | 4153949000 |
| CIK | 0001045609 |
| Symbol | PLD |
| SIC Code | 6798 - Real Estate Investment Trusts |
| Industry | Commercial REITs |
| Sector | Financials |
| Fiscal Year | 12/31 |

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**UNITED STATES**
**SECURITIES AND EXCHANGE COMMISSION**
**WASHINGTON, D.C. 20549**

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# FORM 8-K

## CURRENT REPORT

**Pursuant to Section 13 or 15(d) of the**
**Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported): October 20, 2020**



**Prologis, Inc.**
**Prologis, L.P.**
(Exact name of registrant as specified in charter)

| Maryland (Prologis, Inc.)<br>Delaware (Prologis, L.P.)<br>(State or other jurisdiction of Incorporation) | 001-13545 (Prologis, Inc.)<br>001-14245 (Prologis, L.P.)<br>(Commission File Number) | 94-3281941 (Prologis, Inc.)<br>94-3285362 (Prologis, L.P.)<br>(I.R.S. Employer Identification No.) |
|---|---|---|

| Pier 1, Bay 1, San Francisco, California | 94111 |
|---|---|
| (Address of Principal Executive Offices) | (Zip Code) |

Registrants' Telephone Number, including Area Code: (415) 394-9000

N/A
(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

| | Title of Each Class | Trading Symbol(s) | Name of Each Exchange on Which Registered |
|---|---|---|---|
| Prologis, Inc. | Common Stock, $0.01 par value | PLD | New York Stock Exchange |
| Prologis, L.P. | 3.000% Notes due 2022 | PLD/22 | New York Stock Exchange |
| Prologis, L.P. | 3.375% Notes due 2024 | PLD/24 | New York Stock Exchange |
| Prologis, L.P. | 3.000% Notes due 2026 | PLD/26 | New York Stock Exchange |
| Prologis, L.P. | 2.250% Notes due 2029 | PLD/29 | New York Stock Exchange |

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

**Item 2.02. Results of Operations and Financial Condition (Prologis, Inc.) and**

**Item 7.01. Regulation FD Disclosure (Prologis, Inc. and Prologis, L.P.).**

On October 20, 2020, Prologis, Inc., the general partner of Prologis, L.P., issued a press release announcing third quarter 2020 financial results. A copy of the supplemental information as well as the press release is furnished with this report as Exhibit 99.1 and Exhibit 99.2, respectively, and incorporated herein by reference.

The information in this report and the exhibits attached hereto is being furnished, not filed, for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, and pursuant to Items 2.02 and 7.01 of Form 8-K will not be incorporated by reference into any filing under the Securities Act of 1933, as amended, unless specifically identified therein as being incorporated therein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits

| Exhibit No. | Description |
|---|---|
| 99.1 | Supplemental information, dated October 20, 2020. |
| 99.2 | Press release, dated October 20, 2020. |
| 104 | Cover Page Interactive Data File (embedded within the Inline XBRL document) |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

PROLOGIS, INC.

October 20, 2020

By: /s/ Thomas S. Olinger
Name:Thomas S. Olinger
Title:Chief Financial Officer

PROLOGIS, L.P.,

October 20, 2020

By: Prologis, Inc., its general partner

By: /s/ Thomas S. Olinger
Name:Thomas S. Olinger
Title:Chief Financial Officer




THIRD QUARTER 2020

# Prologis Supplemental Information

Unaudited

PROLOGIS®

## Highlights


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A. Terms used throughout document are defined in the Notes and Definitions

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# Overview

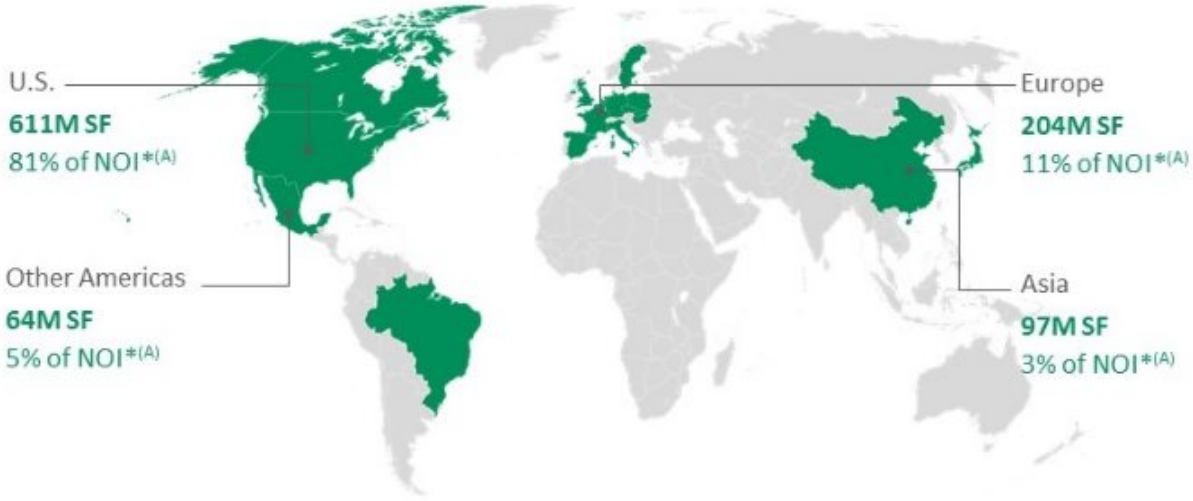
Prologis, Inc., is the global leader in logistics real estate with a focus on high-barrier, high-growth markets. As of September 30, 2020, the company owned or had investments in, on a wholly owned basis or through co-investment ventures, properties and development projects expected to total approximately 976 million square feet (91 million square meters) in 19 countries. Prologis leases modern logistics facilities to a diverse base of approximately 5,500 customers principally across two major categories: business-to-business and retail/online fulfillment.

On January 8, 2020, Prologis U.S. Logistics Venture (consolidated co-investment venture) and Prologis Targeted U.S. Logistics Fund (unconsolidated co-investment venture) completed the acquisition of Industrial Property Trust (IPT) for $2.0 billion each. On February 4, 2020, Prologis completed the acquisition of Liberty Property Trust (LPT) for approximately $13.0 billion, through the issuance of equity and the assumption of debt. These results include the operations of both acquisitions from these dates forward.

**4,679**
Buildings

**976M**
Square Feet

**~5,500**
Customers

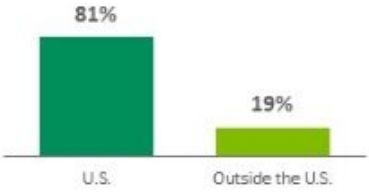



PROLOGIS

* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.
A. NOI calculation based on Prologis share of the Operating Portfolio.

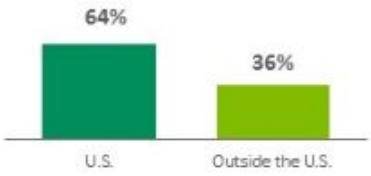
OPERATIONS

$3.0B in annual NOI*[A]



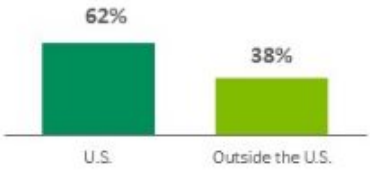

STRATEGIC CAPITAL

$460M of fees and promotes[B]



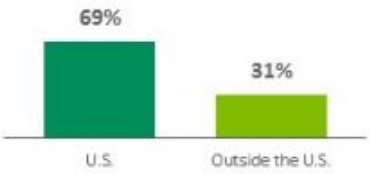

DEVELOPMENT

$878M in value creation from stabilizations[C]



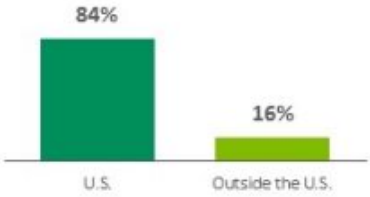

GROSS AUM

$145B[D]



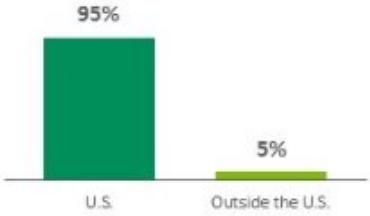

PROLOGIS SHARE AUM

$96B[D]




MARKET EQUITY

$76B[D]




* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

A. 3Q 2020 Prologis Share of NOI of the Operating Portfolio annualized.

B. 3Q 2020 third-party share of asset management fees annualized plus trailing twelve month third-party share of transaction fees and net promotes.

C. Prologis Share of trailing twelve month Estimated Value Creation from development stabilizations.

D. Mexico is included in the U.S. as it is U.S. dollar functional.

# Highlights

## Company Performance

| dollars in millions, except per share/unit data | Three Months ended September 30, | | Nine Months ended September 30, | |
|---|---|---|---|---|
| | 2020 | 2019 | 2020 | 2019 |
| Rental and other revenues | $ 984 | $ 712 | $ 2,811 | $ 2,112 |
| Strategic capital revenues | 99 | 230 | 516 | 393 |
| Total revenues | 1,083 | 942 | 3,327 | 2,505 |
| Net earnings attributable to common stockholders | 299 | 451 | 1,193 | 1,181 |
| Core FFO attributable to common stockholders/unitholders* | 689 | 632 | 2,141 | 1,613 |
| AFFO attributable to common stockholders/unitholders* | 702 | 590 | 2,257 | 1,677 |
| Adjusted EBITDA attributable to common stockholders/unitholders* | 980 | 821 | 3,103 | 2,299 |
| Estimated value creation from development stabilizations - Prologis Share | 260 | 242 | 642 | 674 |
| Common stock dividends and common limited partnership unit distributions | 444 | 347 | 1,332 | 1,042 |
| | | | | |
| Per common share - diluted: | | | | |
| Net earnings attributable to common stockholders | $ 0.40 | $ 0.71 | $ 1.63 | $ 1.86 |
| Core FFO attributable to common stockholders/unitholders* | 0.90 | 0.97 | 2.85 | 2.46 |
| Business line reporting: | | | | |
| Real estate operations* | 0.85 | 0.73 | 2.43 | 2.11 |
| Strategic capital* | 0.05 | 0.24 | 0.42 | 0.35 |
| *Core FFO attributable to common stockholders/unitholders** | *0.90* | *0.97* | *2.85* | *2.46* |
| Realized development gains, net of taxes* | 0.18 | 0.09 | 0.48 | 0.44 |
| Dividends and distributions per common share/unit | 0.58 | 0.53 | 1.74 | 1.59 |

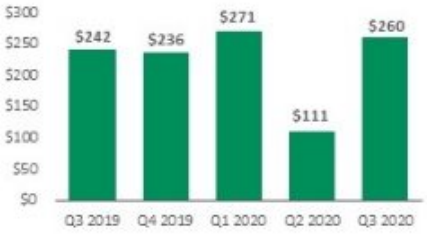
### CORE FFO*




### AFFO*




### ESTIMATED VALUE CREATION - STABILIZATIONS

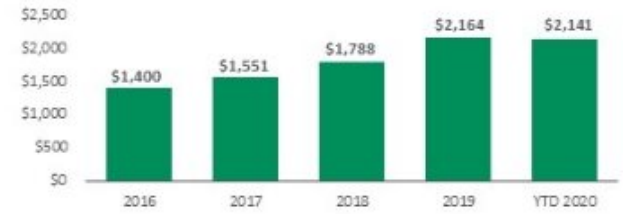





* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

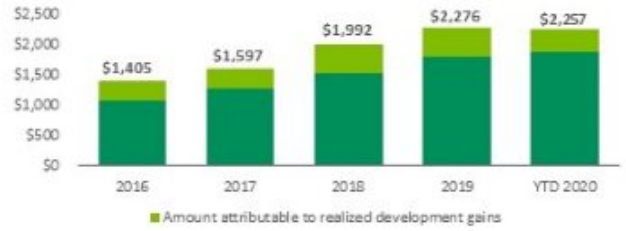
## CORE FFO*

in millions



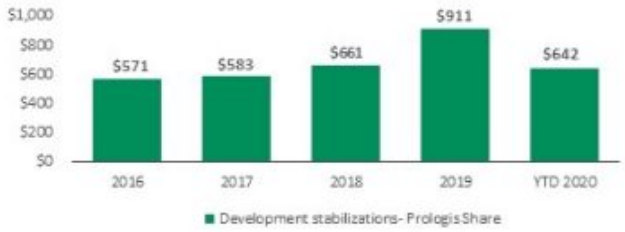

## AFFO*

in millions




## ESTIMATED VALUE CREATION

in millions

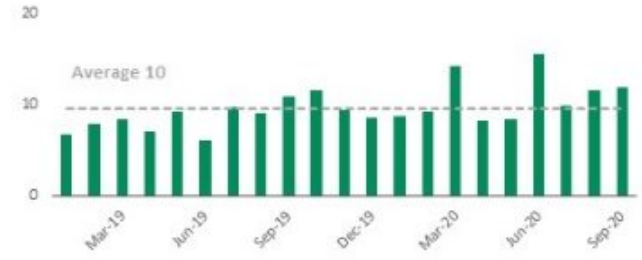



## ASSET MANAGEMENT FEES AND NET PROMOTES

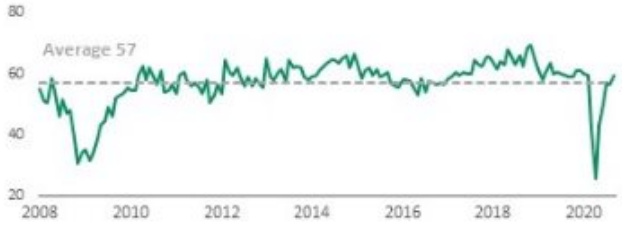
in millions



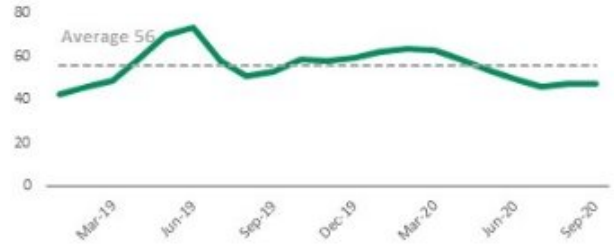
**NEW LEASE PROPOSALS**
in millions of square feet



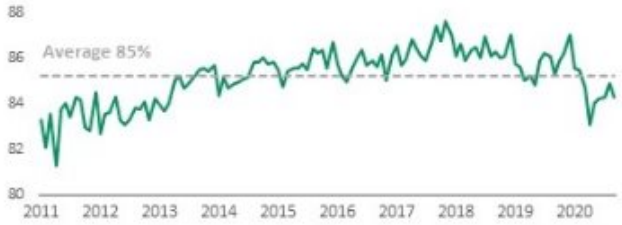

**U.S. IBI ACTIVITY INDEX**




**LEASE NEGOTIATION GESTATION- ROLLING AVG QUARTERLY TREND**
in days




**U.S. SPACE UTILIZATION**




PROLOGIS

*Please see our Notes and Definitions for further explanation.

# Highlights

## Guidance [A]

dollars in millions, except per share

| 2020 Guidance | Low | High |
|---|---|---|
| Net earnings [B] | $ 2.20 | $ 2.24 |
| Core FFO* [B] | $ 3.76 | $ 3.78 |
| **Operations** | | |
| Year-end occupancy | 95.25% | 95.75% |
| Same store NOI - cash - Prologis share* | 2.75% | 3.25% |
| Same store NOI - net effective - Prologis share* | 2.25% | 2.75% |
| **Other Assumptions** | | |
| Strategic capital revenue, excluding promote revenue | $ 380 | $ 385 |
| Net promote income [C] | $ 158 | $ 158 |
| General & administrative expenses | $ 280 | $ 285 |
| Realized development gains | $ 425 | $ 475 |

| Capital Deployment | PROLOGIS SHARE | | OWNED AND MANAGED | |
|---|---|---|---|---|
| | Low | High | | |
| Development stabilizations | $ 2,300 | $ 2,500 | $ 2,600 | $ 2,800 |
| Development starts | $ 1,600 | $ 2,000 | $ 2,000 | $ 2,400 |
| Building acquisitions | $ 700 | $ 800 | $ 1,500 | $ 1,700 |
| Building and land dispositions | $ 900 | $ 1,100 | $ 1,300 | $ 1,500 |
| Building contributions | $ 1,100 | $ 1,200 | $ 1,500 | $ 1,700 |

**Exchange Rates**

We have hedged the rates for the majority of our estimated 2020 Euro, Sterling and Yen Core FFO, effectively insulating 2020 results from FX movements in these currencies. For purposes of capital deployment and other metrics, we assumed effective rates for EUR, GBP and JPY of 1.17 ($/€), 1.28 ($/£) and 105.71 (¥/$), respectively.

* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

A. Our guidance for 2020 is based on management's current beliefs and assumptions about our business, the industry and the markets in which we operate. COVID-19 has disrupted financial markets and global, national and local economies. Given the dynamic nature of the pandemic, it is difficult to predict the impact on our future results. Please refer to "Forward-Looking Statements" and "Risk Factors" referred to in our reports filed with the Securities and Exchange Commission for more information.

B. The difference between Core FFO and Net Earnings predominately relates to real estate depreciation and gains or losses on real estate transactions. See the Notes and Definitions for more information.

C. Net promote guidance is $0.21 per share.

## Consolidated Balance Sheets

| in thousands | September 30, 2020 | June 30, 2020 | December 31, 2019 |
|---|---|---|---|
| **Assets:** | | | |
| Investments in real estate properties: | | | |
| Operating properties | $ 42,623,889 | $ 42,184,980 | $ 31,287,833 |
| Development portfolio | 2,032,238 | 2,060,821 | 1,869,267 |
| Land | 1,754,583 | 1,692,512 | 1,101,646 |
| Other real estate investments | 2,695,649 | 2,640,499 | 965,668 |
| | 49,106,359 | 48,578,812 | 35,224,414 |
| Less accumulated depreciation | 6,229,744 | 5,931,378 | 5,437,662 |
| Net investments in real estate properties | 42,876,615 | 42,647,434 | 29,786,752 |
| Investments in and advances to unconsolidated entities | 7,310,960 | 7,201,006 | 6,237,371 |
| Assets held for sale or contribution | 1,757,187 | 1,948,508 | 720,685 |
| Net investments in real estate | 51,944,762 | 51,796,948 | 36,744,808 |
| Cash and cash equivalents | 940,193 | 549,129 | 1,088,855 |
| Other assets | 2,874,643 | 2,875,780 | 2,198,187 |
| **Total assets** | **$ 55,759,598** | **$ 55,221,857** | **$ 40,031,850** |
| **Liabilities and Equity:** | | | |
| Liabilities: | | | |
| Debt | $ 16,518,126 | $ 15,666,872 | $ 11,905,877 |
| Accounts payable, accrued expenses and other liabilities | 2,752,165 | 2,808,776 | 2,054,189 |
| Total liabilities | 19,270,291 | 18,475,648 | 13,960,066 |
| Equity: | | | |
| Stockholders' equity | 32,097,175 | 32,242,928 | 22,653,127 |
| Noncontrolling interests | 3,502,996 | 3,589,800 | 2,775,394 |
| Noncontrolling interests - limited partnership unitholders | 889,136 | 913,481 | 643,263 |
| Total equity | 36,489,307 | 36,746,209 | 26,071,784 |
| **Total liabilities and equity** | **$ 55,759,598** | **$ 55,221,857** | **$ 40,031,850** |

## Consolidated Statements of Income

| In thousands, except per share amounts | Three Months Ended September 30, 2020 | Three Months Ended September 30, 2019 | Nine Months Ended September 30, 2020 | Nine Months Ended September 30, 2019 |
|---|---|---|---|---|
| **Revenues:** | | | | |
| Rental | $ 980,148 | $ 710,465 | $ 2,803,321 | $ 2,107,961 |
| Strategic capital | 98,993 | 230,467 | 516,242 | 393,416 |
| Development management and other | 3,632 | 1,249 | 7,575 | 3,228 |
| Total revenues | 1,082,773 | 942,181 | 3,327,138 | 2,504,605 |
| **Expenses:** | | | | |
| Rental | 245,490 | 180,864 | 705,217 | 550,070 |
| Strategic capital | 45,791 | 63,404 | 173,910 | 138,668 |
| General and administrative | 74,348 | 65,199 | 208,701 | 201,176 |
| Depreciation and amortization | 400,738 | 282,254 | 1,144,903 | 850,639 |
| Other | 3,020 | 2,294 | 25,573 | 9,643 |
| Total expenses | 769,387 | 594,015 | 2,258,304 | 1,750,196 |
| **Operating income before gains on real estate transactions, net** | 313,386 | 348,166 | 1,068,834 | 754,409 |
| Gains on dispositions of development properties and land, net | 134,207 | 63,935 | 383,373 | 303,317 |
| Gains on other dispositions of investments in real estate, net (excluding development properties and land) | 108,927 | 59,379 | 184,357 | 232,400 |
| **Operating income** | 556,520 | 471,480 | 1,636,564 | 1,290,126 |
| **Other income (expense):** | | | | |
| Earnings from unconsolidated co-investment ventures, net | 66,557 | 43,322 | 161,115 | 142,285 |
| Earnings from other unconsolidated ventures, net | 7,415 | 2,980 | 55,729 | 9,239 |
| Interest expense | (80,711) | (60,244) | (237,651) | (179,873) |
| Foreign currency and derivative gains (losses) and interest and other income, net | (106,840) | 60,146 | (52,950) | 83,143 |
| Losses on early extinguishment of debt, net | (98,266) | (13,585) | (164,606) | (16,086) |
| Total other income (expense) | (211,845) | 32,619 | (238,363) | 38,708 |
| **Earnings before income taxes** | 344,675 | 504,099 | 1,398,201 | 1,328,834 |
| Current income tax expense | (19,549) | (12,552) | (96,142) | (43,461) |
| Deferred income tax benefit (expense) | 7,395 | (534) | 6,564 | (9,769) |
| **Consolidated net earnings** | 332,521 | 491,013 | 1,308,623 | 1,275,604 |
| Net earnings attributable to noncontrolling interests | (21,453) | (25,509) | (74,709) | (54,018) |
| Net earnings attributable to noncontrolling interests - limited partnership units | (8,374) | (13,358) | (33,994) | (35,618) |
| **Net earnings attributable to controlling interests** | 302,694 | 452,146 | 1,199,920 | 1,185,968 |
| Preferred stock dividends | (1,652) | (1,507) | (4,921) | (4,498) |
| Loss on preferred stock repurchase | (2,347) | - | (2,347) | - |
| **Net earnings attributable to common stockholders** | $ 298,695 | $ 450,639 | $ 1,192,652 | $ 1,181,470 |
| Weighted average common shares outstanding - Diluted | 764,619 | 655,259 | 750,971 | 654,818 |
| **Net earnings per share attributable to common stockholders - Diluted** | $ 0.40 | $ 0.71 | $ 1.63 | $ 1.86 |

## Reconciliations of Net Earnings to FFO*

| In thousands | Three Months Ended September 30, 2020 | Three Months Ended September 30, 2019 | Nine Months Ended September 30, 2020 | Nine Months Ended September 30, 2019 |
|---|---|---|---|---|
| Net earnings attributable to common stockholders | $ 298,695 | $ 450,639 | $ 1,192,652 | $ 1,181,470 |
| Add (deduct) NAREIT defined adjustments: | | | | |
| Real estate related depreciation and amortization | 391,181 | 271,986 | 1,116,185 | 822,616 |
| Gains on other dispositions of investments in real estate, net (excluding development properties and land) | (108,927) | (59,379) | (184,357) | (232,400) |
| Reconciling items related to noncontrolling interests | (20,495) | 292 | (35,286) | (25,098) |
| Our share of reconciling items related to unconsolidated co-investment ventures | 55,769 | 61,240 | 186,746 | 173,294 |
| Our share of reconciling items related to other unconsolidated ventures | 7,190 | 2,728 | 18,036 | 8,321 |
| **NAREIT defined FFO attributable to common stockholders/unitholders*** | **$ 623,413** | **$ 727,506** | **$ 2,293,976** | **$ 1,928,203** |
| Add (deduct) our defined adjustments: | | | | |
| Unrealized foreign currency and derivative losses (gains), net | 101,349 | (48,741) | 58,593 | (52,778) |
| Deferred income tax expense (benefit) | (7,395) | 534 | (6,564) | 9,769 |
| Current income tax expense on dispositions related to acquired tax liabilities | 4,059 | - | 4,059 | - |
| Reconciling items related to noncontrolling interests | (301) | (65) | (720) | (30) |
| Our share of reconciling items related to unconsolidated co-investment ventures | (780) | 715 | 2,535 | (2,174) |
| **FFO, as modified by Prologis attributable to common stockholders/unitholders*** | **$ 720,345** | **$ 679,949** | **$ 2,351,879** | **$ 1,882,990** |
| Adjustments to arrive at Core FFO attributable to common stockholders/unitholders*: | | | | |
| Gains on dispositions of development properties and land, net | (134,207) | (63,935) | (383,373) | (303,317) |
| Current income tax expense on dispositions | 49 | 2,866 | 29,767 | 12,910 |
| Losses on early extinguishment of debt, preferred stock repurchase and other, net | 100,613 | 13,585 | 174,953 | 16,086 |
| Reconciling items related to noncontrolling interests | - | 152 | (2,597) | 150 |
| Our share of reconciling items related to unconsolidated co-investment ventures | 1,956 | (239) | 4,607 | 3,999 |
| Our share of reconciling items related to other unconsolidated ventures | - | - | (33,830) | 7 |
| **Core FFO attributable to common stockholders/unitholders*** | **$ 688,756** | **$ 632,378** | **$ 2,141,406** | **$ 1,612,825** |
| Adjustments to arrive at Adjusted FFO ("AFFO") attributable to common stockholders/unitholders*, including our share of unconsolidated ventures less noncontrolling interest: | | | | |
| Gains on dispositions of development properties and land, net | 134,207 | 63,935 | 383,373 | 303,317 |
| Current income tax expense on dispositions | (49) | (2,866) | (29,767) | (12,910) |
| Straight-lined rents and amortization of lease intangibles | (57,460) | (27,110) | (94,192) | (82,061) |
| Property improvements | (39,899) | (47,117) | (91,355) | (81,449) |
| Turnover costs | (57,284) | (47,444) | (142,168) | (128,415) |
| Amortization of debt premium, financing costs and management contracts, net | 2,514 | 4,542 | 6,708 | 13,597 |
| Stock compensation expense | 26,554 | 20,523 | 86,360 | 72,467 |
| Reconciling items related to noncontrolling interests | 11,074 | 10,403 | 25,423 | 21,371 |
| Our share of reconciling items related to unconsolidated ventures | (26,837) | (17,476) | (28,971) | (41,984) |
| **AFFO attributable to common stockholders/unitholders*** | **$ 701,556** | **$ 589,768** | **$ 2,256,817** | **$ 1,676,760** |

# Financial Information

## Reconciliations of Net Earnings to Adjusted EBITDA*

| in thousands | Three Months Ended September 30, 2020 | Three Months Ended September 30, 2019 | Nine Months Ended September 30, 2020 | Nine Months Ended September 30, 2019 |
|---|---|---|---|---|
| Net earnings attributable to common stockholders | $ 298,695 | $ 450,639 | $ 1,192,652 | $ 1,181,470 |
| Gains on other dispositions of investments in real estate, net (excluding development properties and land) | (108,927) | (59,379) | (184,357) | (232,400) |
| Depreciation and amortization expenses | 400,738 | 282,254 | 1,144,903 | 850,639 |
| Interest expense | 80,711 | 60,244 | 237,651 | 179,873 |
| Current and deferred income tax expense, net | 12,154 | 13,086 | 89,578 | 53,230 |
| Net earnings attributable to noncontrolling interests - limited partnership unitholders | 8,374 | 13,358 | 33,994 | 35,618 |
| Pro forma adjustments | (1,809) | (118) | 51,793 | 2,189 |
| Preferred stock dividends | 1,652 | 1,507 | 4,921 | 4,498 |
| Unrealized foreign currency and derivative losses (gains), net | 101,349 | (48,741) | 58,593 | (52,778) |
| Stock compensation expense | 26,554 | 20,523 | 86,360 | 72,467 |
| Losses on early extinguishment of debt, preferred stock repurchase and other, net | 100,613 | 13,585 | 174,953 | 16,086 |
| **Adjusted EBITDA, consolidated*** | **$ 920,104** | **$ 746,958** | **$ 2,891,041** | **$ 2,110,892** |
| Reconciling items related to noncontrolling interests | (29,257) | (12,986) | (73,260) | (61,162) |
| Our share of reconciling items related to unconsolidated ventures | 88,676 | 86,951 | 285,151 | 249,032 |
| **Adjusted EBITDA attributable to common stockholders/unitholders*** | **$ 979,523** | **$ 820,923** | **$ 3,102,932** | **$ 2,298,762** |



* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

# Strategic Capital

## Summary and Financial Highlights

| Co-Investment Ventures | Region | Type | Established | Accounting Method | Ownership | Structure | Next Promote Opportunity |
|---|---|---|---|---|---|---|---|
| Prologis U.S. Logistics Venture | U.S. | Core | 2014 | Consolidated | 55.0% | Open end | Q4 2020 |
| Prologis Targeted U.S. Logistics Fund | U.S. | Core | 2004 | Unconsolidated | 26.3% | Open end | Q2 2023 |
| FIBRA Prologis | Mexico | Core | 2014 | Unconsolidated | 46.8% | Public, Mexican Exchange | Q2 2021 |
| Prologis Brazil Logistics Venture | Brazil | Core/Development | 2019 | Unconsolidated | 20.0% | Closed end | Q4 2020 |
| Prologis European Logistics Fund | Europe | Core | 2007 | Unconsolidated | 24.3% | Open end | Q3 2022 |
| Prologis European Logistics Partners | Europe | Core | 2013 | Unconsolidated | 50.0% | Open end | Q4 2020 |
| Prologis UK Logistics Venture | Europe | Core/Development | 2017 | Unconsolidated | 15.0% | Closed end | Q4 2020 |
| Nippon Prologis REIT | Japan | Core | 2013 | Unconsolidated | 15.1% | Public, Tokyo Exchange | n/a |
| Prologis China Core Logistics Fund | China | Core | 2019 | Unconsolidated | 15.8% | Open end | Q3 2022 |
| Prologis China Logistics Venture | China | Development | 2011 | Unconsolidated | 15.0% | Closed end | Q4 2020 |

| | | Venture (at 100%) [A] | | |
|---|---|---|---|---|
| in thousands | Square Feet | GBV of Operating Bldgs | GBV of Real Estate | Debt |
| **Unconsolidated Co-Investment Ventures** | | | | |
| Prologis Targeted U.S. Logistics Fund | 116,597 | $ 10,799,936 | $ 11,264,776 | $ 3,344,278 |
| FIBRA Prologis [B] | 39,010 | 2,464,331 | 2,488,104 | 776,029 |
| Prologis Brazil Logistics Venture and other joint ventures | 10,287 | 466,385 | 575,022 | - |
| Prologis European Logistics Fund | 127,303 | 12,053,215 | 12,080,956 | 3,227,685 |
| Prologis European Logistics Partners | 52,550 | 4,159,339 | 4,183,124 | - |
| Prologis UK Logistics Venture | 4,817 | 732,704 | 897,293 | 543,807 |
| Nippon Prologis REIT [B] | 34,725 | 6,656,052 | 6,656,052 | 2,440,355 |
| Prologis China Core Logistics Fund | 24,911 | 2,037,270 | 2,037,270 | 698,086 |
| Prologis China Logistics Venture | 7,016 | 337,127 | 1,053,800 | 569,742 |
| **Unconsolidated Co-Investment Ventures Total** | **417,216** | **39,706,359** | **41,236,397** | **11,599,982** |
| **Consolidated Co-Investment Ventures** | | | | |
| Prologis U.S. Logistics Venture | 78,100 | 7,735,808 | 8,213,478 | - |
| **Consolidated Co-Investment Ventures Total** | **78,100** | **7,735,808** | **8,213,478** | **-** |
| **Total** | **495,316** | **$ 47,442,167** | **$ 49,449,875** | **$ 11,599,982** |

A. Values represent the entire venture at 100%, not Prologis proportionate share. Values are presented at Prologis' adjusted basis derived from the ventures' U.S. GAAP information and may not be comparable to values reflected in the ventures' stand alone financial statements calculated on a different basis.

B. Throughout this document we use the most recent public information for these co-investment ventures.

## Operating and Balance Sheet Information of the Unconsolidated Co-Investment Ventures (at 100%) [A]

| dollars in thousands | U.S. | Other Americas | Europe | Asia | Total |
|---|---|---|---|---|---|
| **Operating Information** | For the Three Months Ended September 30, 2020 | | | | |
| Rental revenues | $ 236,570 | $ 70,132 | $ 302,919 | $ 148,397 | $ 758,018 |
| Rental expenses | (63,458) | (10,879) | (53,411) | (33,266) | (161,014) |
| General and administrative expenses | (12,131) | (6,883) | (15,470) | (16,444) | (50,928) |
| Depreciation and amortization expenses | (104,866) | (21,097) | (113,789) | (45,998) | (285,750) |
| Other operating revenues (expenses) | - | 105 | (198) | (157) | (250) |
| **Operating income before gains** | 56,115 | 31,378 | 120,051 | 52,532 | 260,076 |
| (Losses) gains on dispositions of investments in real estate, net | (2) | - | (240) | 113,054 | 112,812 |
| **Operating income** | 56,113 | 31,378 | 119,811 | 165,586 | 372,888 |
| Interest expense | (26,503) | (10,598) | (20,539) | (15,811) | (73,451) |
| Losses on early extinguishment of debt, net | (956) | (2) | (11) | - | (969) |
| Current and deferred income tax expense | (293) | (138) | (17,181) | (15,923) | (33,535) |
| Other income (expense) | 366 | 1,991 | (1,711) | 18,125 | 18,771 |
| **Net earnings** | 28,727 | 22,631 | 80,369 | 151,977 | 283,704 |
| Real estate related depreciation and amortization expenses | 103,824 | 20,576 | 111,104 | 44,385 | 279,889 |
| Losses (gains) on other dispositions of investments in real estate, net (excluding development properties and land) | 2 | - | 240 | (113,054) | (112,812) |
| Unrealized foreign currency and derivative losses (gains), net | - | 2,846 | 1,678 | (18,007) | (13,483) |
| Deferred income tax expense | 550 | - | - | - | 550 |
| **FFO, as modified by Prologis*** | 133,103 | 46,053 | 193,391 | 65,301 | 437,848 |
| Reconciling items to Core FFO | 956 | 2 | 11 | 11,273 | 12,242 |
| **Core FFO*** | $ 134,059 | $ 46,055 | $ 193,402 | $ 76,574 | $ 450,090 |

| **Balance Sheet Information** | As of September 30, 2020 | | | | |
|---|---|---|---|---|---|
| Operating properties, before depreciation | $ 10,799,936 | $ 2,930,716 | $ 16,945,258 | $ 9,030,449 | $ 39,706,359 |
| Accumulated depreciation | (1,462,283) | (342,941) | (2,370,048) | (619,253) | (4,794,525) |
| Properties under development and land | 45,053 | 132,410 | 216,115 | 716,673 | 1,097,043 |
| Net assets held for sale | 419,787 | - | - | - | 419,787 |
| Other assets | 952,568 | 141,407 | 1,148,736 | 601,407 | 2,857,326 |
| **Total assets** | $ 10,755,061 | $ 2,861,592 | $ 15,940,061 | $ 9,729,276 | $ 39,285,990 |
| Third party debt | $ 3,344,278 | $ 776,029 | $ 3,771,492 | $ 3,708,183 | $ 11,599,982 |
| Other liabilities | 594,762 | 34,849 | 1,479,381 | 475,286 | 2,584,278 |
| **Total liabilities** | $ 3,939,040 | $ 810,878 | $ 5,250,873 | $ 4,183,469 | $ 14,184,260 |
| **Weighted average ownership** | 26.3% | 41.1% | 30.0% | 15.2% | 26.3% |

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* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

A. Values represent the entire venture at 100%, not Prologis proportionate share. Values are presented at Prologis' adjusted basis derived from the ventures' U.S. GAAP information and may not be comparable to values reflected in the ventures' stand alone financial statements calculated on a different basis.

## Non-GAAP Pro-Rata Financial Information [A]

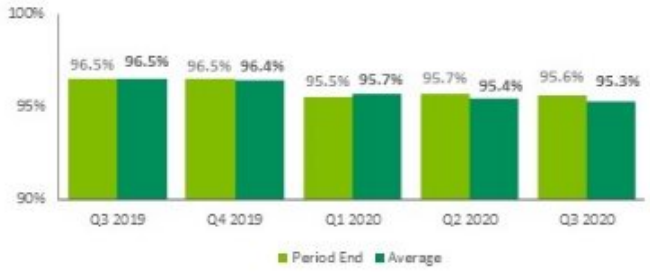
| dollars in thousands | Non Controlling Interests Included In Consolidated Amounts* | Prologis Share of Unconsolidated Co-Investment Ventures* |
|---|---|---|
| **Operating Information for the Three Months Ended September 30, 2020** | | |
| Rental revenues | $ 79,881 | $ 204,069 |
| Rental expenses | (20,674) | (41,929) |
| General and administrative expenses | (8,481) | (14,828) |
| Depreciation and amortization expenses | (29,496) | (74,329) |
| Other operating income (expense) | 352 | (18) |
| **Operating income before gains** | 21,582 | 72,965 |
| Gains on dispositions of investments in real estate, net | 396 | 17,022 |
| **Operating income** | 21,978 | 89,987 |
| Interest expense | - | (18,617) |
| Losses on early extinguishment of debt, net | - | (239) |
| Current and deferred income tax expense | (393) | (7,872) |
| Other (expense) income | (168) | 3,298 |
| Earnings from unconsolidated co-investment ventures, net | 36 | - |
| **Net earnings** | 21,453 | 66,557 |
| Real estate related depreciation and amortization expenses | 29,265 | 72,791 |
| Gains on other dispositions of investments in real estate, net (excluding development properties and land) | (396) | (17,022) |
| Unrealized foreign currency and derivative gains, net | - | (916) |
| Deferred income tax expense | 301 | 136 |
| **FFO, as modified by Prologis*** | 50,623 | 121,546 |
| Gains on dispositions of development properties and land, net | - | - |
| Current income tax benefit on dispositions | - | 1,697 |
| Losses on early extinguishment of debt, net | - | 239 |
| **Core FFO*** | $ 50,623 | $ 123,482 |
| **Balance Sheet Information as of September 30, 2020** | | |
| Operating properties, before depreciation | $ 3,569,659 | $ 10,568,128 |
| Accumulated depreciation | (403,164) | (1,411,971) |
| Properties under development, land and other real estate | 70,849 | 187,812 |
| Net assets held for sale | 159,832 | 110,404 |
| Other assets | 180,696 | 745,017 |
| **Total assets** | $ 3,577,872 | $ 10,199,390 |
| Third party debt | $ 6,103 | $ 2,671,901 |
| Other liabilities | 68,773 | 632,000 |
| **Total liabilities** | $ 74,876 | $ 3,303,901 |
| **Weighted average ownership** | 40.9% | 26.3% |
| Noncontrolling interests investment | 3,502,996 | |
| Investment in and advances to unconsolidated co-investment ventures [B] | | $ 6,393,888 |
| Investment in and advances to other unconsolidated ventures | | 917,072 |
| Investment in and advances to unconsolidated entities | | $ 7,310,960 |

* This is a non-GAAP financial measure, please see our Notes and Definitions for further explanation.

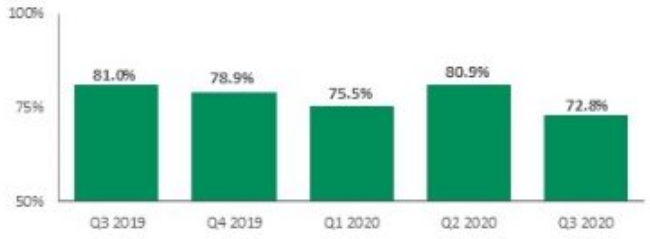
A. See our Notes and Definitions for further explanation of how these amounts are calculated.

B. This balance includes the deferred portion of gains on the contribution of our properties to the ventures prior to 2018, net of any additional costs, included in our investment in the venture.

## OCCUPANCY




## CUSTOMER RETENTION




## SAME STORE CHANGE OVER PRIOR YEAR – PROLOGIS SHARE*




## RENT CHANGE – PROLOGIS SHARE






* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

## Operating Metrics – Owned and Managed

PERIOD ENDING OCCUPANCY




square feet in thousands

| Leasing Activity [A] | Q3 2019 | Q4 2019 | Q1 2020 | Q2 2020 | Q3 2020 |
|---|---|---|---|---|---|
| Square feet of leases commenced: | | | | | |
| Operating portfolio: | | | | | |
| Renewals | 21,866 | 21,456 | 22,121 | 28,326 | 27,948 |
| New leases | 10,313 | 9,068 | 10,149 | 10,821 | 13,790 |
| Total Operating Portfolio | 32,179 | 30,524 | 32,270 | 39,147 | 41,738 |
| Properties under development | 5,574 | 7,224 | 2,805 | 2,879 | 7,046 |
| **Total Square Feet of Leases Commenced** | **37,753** | **37,748** | **35,075** | **42,026** | **48,784** |
| Total square feet of Operating Portfolio leases commenced, including leases less than one year | 35,028 | 35,214 | 35,764 | 45,210 | 47,818 |
| Weighted average term of leases started (in months) | 64 | 75 | 58 | 64 | 72 |
| Operating Portfolio: | | | | | |
| Trailing four quarters - square feet of leases commenced | 130,175 | 131,234 | 127,259 | 134,120 | 143,679 |
| Trailing four quarters - average % of portfolio | 18.6% | 18.5% | 17.2% | 17.3% | 17.9% |
| Rent change (net effective) | 29.8% | 25.6% | 20.4% | 18.1% | 22.8% |
| Rent change (net effective) - Prologis share | 37.0% | 29.5% | 25.1% | 22.0% | 25.9% |
| Rent change (cash) | 16.1% | 10.6% | 9.7% | 7.4% | 9.2% |
| Rent change (cash) - Prologis share | 21.4% | 15.0% | 13.4% | 9.6% | 11.7% |

A. Amounts exclusive of leases of less than one year, unless otherwise noted.

# Operations

## Operating Metrics – Owned and Managed

### CAPITAL EXPENDITURES

Thousands, except for percentages

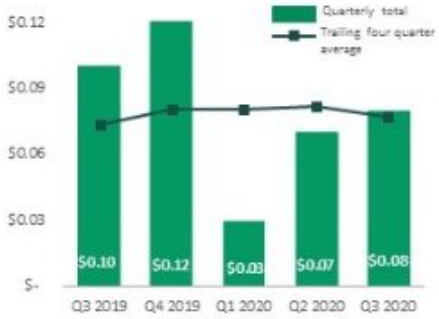
| | Q3 2019 | Q4 2019 | Q1 2020 | Q2 2020 | Q3 2020 |
|---|---|---|---|---|---|
| Property improvements | $ 76,063 | $ 89,307 | $ 26,774 | $ 62,865 | $ 71,462 |
| Tenant improvements | 42,644 | 37,024 | 38,477 | 45,585 | 56,477 |
| Leasing commissions | 33,338 | 45,321 | 26,506 | 37,683 | 42,071 |
| Total turnover costs | 75,982 | 82,345 | 64,983 | 83,268 | 98,548 |
| **Total Capital Expenditures** | **$152,045** | **$171,652** | **$ 91,757** | **$146,133** | **$170,010** |
| Trailing four quarters - % of NOI* | 12.1% | 12.7% | 12.6% | 12.7% | 12.5% |
| Weighted average ownership percent | 67.4% | 67.1% | 66.2% | 65.1% | 65.6% |
| Prologis share | $102,537 | $115,126 | $ 60,734 | $ 95,121 | $111,484 |

### SAME STORE INFORMATION

Thousands, except for percentages

| | Q3 2019 | Q4 2019 | Q1 2020 | Q2 2020 | Q3 2020 |
|---|---|---|---|---|---|
| Square feet | 588,914 | 583,218 | 674,266 | 672,609 | 671,698 |
| Average occupancy | 96.9% | 96.8% | 96.1% | 95.8% | 95.6% |
| Average occupancy- percentage change | (0.3%) | (0.5%) | (0.8%) | (1.0%) | (1.2%) |
| Period end occupancy | 96.9% | 97.0% | 95.9% | 95.9% | 95.9% |
| Percentage change- Prologis share*: | | | | | |
| NOI - cash | 4.3% | 4.6% | 4.6% | 2.9% | 2.2% |
| NOI - net effective | 4.0% | 4.0% | 2.8% | 2.6% | 1.9% |

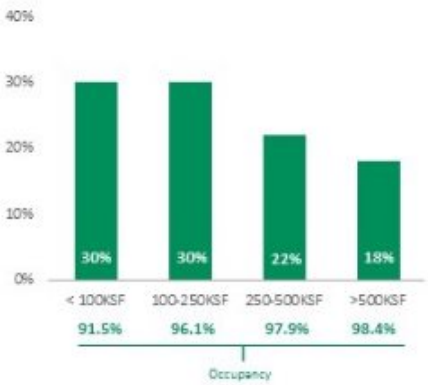
### PROPERTY IMPROVEMENTS PER SQUARE FOOT




### TURNOVER COSTS ON LEASES COMMENCED




### COMPOSITION OF PORTFOLIO (by Unit Size)




PROLOGIS

* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

# Operations

## Operating Portfolio[A] – Square Feet, Occupied and Leased

| square feet in thousands and ordered by Prologis share of NOI (%) | # of Buildings | Square Feet | | | Occupied % | | Leased % | |
|---|---|---|---|---|---|---|---|---|
| | Owned and Managed | Owned and Managed | Prologis Share[B] | % of Total | Owned and Managed | Prologis Share | Owned and Managed | Prologis Share |
| Southern California | 456 | 95,968 | 74,515 | 14.4 | 97.8 | 98.0 | 98.4 | 98.2 |
| New Jersey/New York City | 163 | 40,715 | 30,616 | 5.9 | 97.3 | 98.1 | 97.4 | 98.3 |
| San Francisco Bay Area | 262 | 25,165 | 20,360 | 3.9 | 95.9 | 96.1 | 96.2 | 96.3 |
| Chicago | 268 | 51,948 | 38,428 | 7.4 | 91.1 | 91.3 | 91.5 | 91.7 |
| Lehigh Valley | 64 | 26,858 | 23,912 | 4.6 | 99.1 | 99.0 | 99.2 | 99.1 |
| Dallas/Ft. Worth | 214 | 37,700 | 29,910 | 5.8 | 97.8 | 98.6 | 98.0 | 98.6 |
| Houston | 214 | 30,097 | 23,901 | 4.6 | 90.3 | 90.5 | 91.3 | 91.7 |
| Seattle | 146 | 21,367 | 14,002 | 2.7 | 95.7 | 95.9 | 95.8 | 96.0 |
| Atlanta | 168 | 30,088 | 24,539 | 4.7 | 96.3 | 96.6 | 96.3 | 96.7 |
| South Florida | 144 | 17,660 | 12,718 | 2.5 | 95.4 | 94.7 | 96.9 | 96.7 |
| Central Valley | 35 | 17,779 | 16,617 | 3.2 | 100.0 | 100.0 | 100.0 | 100.0 |
| Baltimore/Washington | 104 | 14,199 | 10,814 | 2.1 | 92.7 | 94.1 | 93.9 | 95.6 |
| Central PA | 35 | 16,812 | 12,386 | 2.4 | 95.9 | 94.9 | 95.9 | 94.9 |
| Orlando | 84 | 9,299 | 7,980 | 1.5 | 97.3 | 97.0 | 97.3 | 97.0 |
| Las Vegas | 66 | 10,784 | 7,226 | 1.4 | 91.8 | 89.5 | 98.2 | 98.6 |
| Phoenix | 62 | 9,989 | 8,164 | 1.6 | 91.3 | 91.0 | 93.5 | 93.7 |
| Denver | 46 | 8,061 | 6,906 | 1.3 | 94.1 | 93.7 | 94.1 | 93.7 |
| Cincinnati | 44 | 10,957 | 8,492 | 1.6 | 93.0 | 95.5 | 96.4 | 97.6 |
| Remaining U.S. markets (10 markets) | 286 | 57,029 | 41,285 | 8.0 | 97.8 | 97.7 | 98.0 | 97.8 |
| **Total U.S.** | **2,861** | **532,475** | **412,771** | **79.6** | **95.9** | **96.1** | **96.5** | **96.7** |
| Mexico | 204 | 40,219 | 19,392 | 3.8 | 96.4 | 96.3 | 96.4 | 96.4 |
| Canada | 32 | 10,014 | 10,014 | 1.9 | 97.3 | 97.3 | 97.3 | 97.3 |
| Brazil | 24 | 10,287 | 1,777 | 0.3 | 100.0 | 100.0 | 100.0 | 100.0 |
| **Total Other Americas** | **260** | **60,520** | **31,183** | **6.0** | **97.1** | **96.8** | **97.2** | **96.9** |
| United Kingdom | 125 | 26,336 | 8,510 | 1.6 | 98.0 | 96.9 | 98.0 | 96.9 |
| France | 115 | 30,748 | 10,779 | 2.1 | 97.3 | 97.7 | 97.3 | 97.7 |
| Germany | 96 | 24,670 | 6,826 | 1.3 | 99.7 | 99.7 | 99.7 | 99.7 |
| Netherlands | 76 | 23,072 | 7,162 | 1.4 | 96.0 | 95.3 | 96.0 | 95.3 |
| Remaining European countries (8 countries) | 366 | 83,344 | 29,072 | 5.6 | 93.7 | 92.7 | 94.1 | 93.1 |
| **Total Europe** | **778** | **188,170** | **62,349** | **12.0** | **95.9** | **95.2** | **96.1** | **95.4** |
| Japan | 49 | 35,876 | 6,384 | 1.2 | 99.0 | 96.8 | 99.1 | 96.9 |
| China | 117 | 31,927 | 4,988 | 1.0 | 81.1 | 81.5 | 85.3 | 85.5 |
| Singapore | 5 | 951 | 951 | 0.2 | 97.4 | 97.4 | 97.4 | 97.4 |
| **Total Asia** | **171** | **68,754** | **12,323** | **2.4** | **90.7** | **90.7** | **92.7** | **92.3** |
| **Total Outside the U.S.** | **1,209** | **317,444** | **105,855** | **20.4** | **95.0** | **95.1** | **95.6** | **95.5** |
| **Total Operating Portfolio** | **4,070** | **849,919** | **518,626** | **100.0** | **95.6** | **95.9** | **96.1** | **96.4** |

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A. Data in the Operating Portfolio excludes non-strategic industrial properties acquired from IPT and LPT due to our intent not to hold long-term. These properties are classified as Assets Held for Sale and Other Real Estate Investments.
B. This data excludes 37 million square feet related to non-strategic industrial properties.

# Operations

## Operating Portfolio – NOI* and Gross Book Value

| dollars in thousands and ordered by Prologis share of NOI (%) | Third Quarter NOI* | | | Gross Book Value | | |
|---|---|---|---|---|---|---|
| | Owned and Managed | Prologis Share[A] | % of Total | Owned and Managed | Prologis Share | % of Total |
| Southern California | $ 168,552 | $ 130,626 | 17.3 | $ 11,022,457 | $ 8,549,622 | 17.4 |
| New Jersey/New York City | 82,669 | 61,598 | 8.2 | 5,025,213 | 3,628,808 | 7.4 |
| San Francisco Bay Area | 66,528 | 53,490 | 7.1 | 3,472,549 | 2,794,791 | 5.7 |
| Chicago | 57,228 | 41,318 | 5.5 | 4,322,044 | 3,200,988 | 6.5 |
| Lehigh Valley | 39,148 | 35,080 | 4.6 | 3,211,557 | 2,969,731 | 6.0 |
| Dallas/Ft. Worth | 43,844 | 34,411 | 4.6 | 2,704,718 | 2,100,034 | 4.3 |
| Houston | 36,801 | 29,964 | 4.0 | 2,920,326 | 2,398,146 | 4.9 |
| Seattle | 41,506 | 29,124 | 3.9 | 2,807,225 | 1,985,460 | 4.0 |
| Atlanta | 30,891 | 24,552 | 3.2 | 1,987,945 | 1,595,700 | 3.2 |
| South Florida | 31,269 | 22,600 | 3.0 | 2,151,758 | 1,637,025 | 3.3 |
| Central Valley | 22,234 | 20,800 | 2.7 | 1,307,159 | 1,226,595 | 2.5 |
| Baltimore/Washington | 23,361 | 18,206 | 2.4 | 1,594,775 | 1,246,062 | 2.5 |
| Central PA | 21,221 | 16,160 | 2.1 | 1,398,128 | 1,092,540 | 2.2 |
| Orlando | 13,087 | 11,102 | 1.5 | 845,462 | 741,031 | 1.5 |
| Las Vegas | 15,920 | 10,391 | 1.4 | 851,062 | 542,945 | 1.1 |
| Phoenix | 11,380 | 8,946 | 1.2 | 909,406 | 728,646 | 1.5 |
| Denver | 10,323 | 8,739 | 1.2 | 661,451 | 561,155 | 1.1 |
| Cincinnati | 10,226 | 8,121 | 1.1 | 600,159 | 468,001 | 1.0 |
| Remaining U.S. markets (10 markets) | 62,099 | 45,377 | 6.0 | 3,554,760 | 2,512,681 | 5.1 |
| **Total U.S.** | **788,287** | **610,605** | **81.0** | **51,348,154** | **39,979,961** | **81.2** |
| Mexico | 49,254 | 23,726 | 3.2 | 2,527,178 | 1,213,299 | 2.5 |
| Canada | 13,032 | 13,032 | 1.7 | 840,166 | 840,166 | 1.7 |
| Brazil | 10,168 | 1,749 | 0.2 | 466,385 | 81,364 | 0.1 |
| **Total Other Americas** | **72,454** | **38,507** | **5.1** | **3,833,729** | **2,134,829** | **4.3** |
| United Kingdom | 57,159 | 18,336 | 2.4 | 3,790,308 | 1,215,778 | 2.5 |
| France | 38,230 | 13,072 | 1.7 | 2,626,081 | 857,932 | 1.7 |
| Germany | 36,208 | 10,587 | 1.4 | 2,227,840 | 591,577 | 1.2 |
| Netherlands | 31,894 | 10,311 | 1.4 | 2,180,809 | 651,316 | 1.3 |
| Remaining European countries (8 countries) | 92,860 | 31,693 | 4.2 | 6,326,947 | 2,110,632 | 4.3 |
| **Total Europe** | **256,351** | **83,999** | **11.1** | **17,151,985** | **5,427,235** | **11.0** |
| Japan | 90,685 | 14,840 | 2.0 | 6,835,626 | 1,182,640 | 2.4 |
| China | 24,763 | 3,910 | 0.5 | 2,374,396 | 372,458 | 0.8 |
| Singapore | 2,050 | 2,050 | 0.3 | 138,722 | 138,722 | 0.3 |
| **Total Asia** | **117,498** | **20,800** | **2.8** | **9,348,744** | **1,693,820** | **3.5** |
| **Total Outside the U.S.** | **446,303** | **143,306** | **19.0** | **30,334,458** | **9,255,884** | **18.8** |
| **Total Operating Portfolio** | $ 1,234,590 | $ 753,911 | **100.0** | $ 81,682,612 | $ 49,235,845 | **100.0** |

PROLOGIS

* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

A. This data excludes $43 million of NOI related to non-strategic industrial properties.

# Operations

## Operating Portfolio – Summary by Division

| square feet and dollars in thousands | # of Buildings Owned and Managed | Square Feet Owned and Managed | Square Feet Prologis Share | Square Feet % of Total | Occupied % Owned and Managed | Occupied % Prologis Share | Leased % Owned and Managed | Leased % Prologis Share |
|---|---|---|---|---|---|---|---|---|
| **Consolidated** | | | | | | | | |
| Total U.S. | 2,175 | 418,600 | 382,822 | 73.8 | 96.4 | 96.3 | 96.9 | 96.8 |
| Total Outside the U.S. | 62 | 18,088 | 17,991 | 3.5 | 93.6 | 93.6 | 93.6 | 93.6 |
| **Total Operating Portfolio - Consolidated** | **2,237** | **436,688** | **400,813** | **77.3** | **96.3** | **96.2** | **96.8** | **96.7** |
| **Unconsolidated** | | | | | | | | |
| Total U.S. | 686 | 113,875 | 29,949 | 5.8 | 94.0 | 94.0 | 94.9 | 94.9 |
| Total Outside the U.S. | 1,147 | 299,356 | 87,864 | 16.9 | 95.1 | 95.5 | 95.7 | 95.9 |
| **Total Operating Portfolio - Unconsolidated** | **1,833** | **413,231** | **117,813** | **22.7** | **94.8** | **95.1** | **95.5** | **95.6** |
| **Total** | | | | | | | | |
| Total U.S. | 2,861 | 532,475 | 412,771 | 79.6 | 95.9 | 96.1 | 96.5 | 96.7 |
| Total Outside the U.S. | 1,209 | 317,444 | 105,855 | 20.4 | 95.0 | 95.1 | 95.6 | 95.5 |
| **Total Operating Portfolio** | **4,070** | **849,919** | **518,626** | **100.0** | **95.6** | **95.9** | **96.1** | **96.4** |
| Value added properties - consolidated | 22 | 3,922 | 3,922 | | 31.7 | 31.7 | 39.2 | 39.2 |
| Value added properties - unconsolidated | 25 | 3,985 | 1,031 | | 61.1 | 60.2 | 68.3 | 67.3 |
| **Total Operating Properties** | **4,117** | **857,826** | **523,579** | | **95.1** | **95.4** | **95.8** | **95.9** |

| | Third Quarter NOI* Owned and Managed | Third Quarter NOI* Prologis Share | Third Quarter NOI* % of Total | Gross Book Value Owned and Managed | Gross Book Value Prologis Share | Gross Book Value % of Total |
|---|---|---|---|---|---|---|
| **Consolidated** | | | | | | |
| Total U.S. | $ 623,097 | $ 567,156 | 75.2 | $ 40,759,379 | $ 37,195,113 | 75.5 |
| Total Outside the U.S. | 22,443 | 22,323 | 3.0 | 1,568,661 | 1,563,268 | 3.2 |
| **Total Operating Portfolio - Consolidated** | **$ 645,540** | **$ 589,479** | **78.2** | **$ 42,328,040** | **$ 38,758,381** | **78.7** |
| **Unconsolidated** | | | | | | |
| Total U.S. | $ 165,190 | $ 43,449 | 5.8 | $ 10,588,775 | $ 2,784,848 | 5.7 |
| Total Outside the U.S. | 423,860 | 120,983 | 16.0 | 28,765,797 | 7,692,616 | 15.6 |
| **Total Operating Portfolio - Unconsolidated** | **$ 589,050** | **$ 164,432** | **21.8** | **$ 39,354,572** | **$ 10,477,464** | **21.3** |
| Value added properties - consolidated | $ 607 | $ 607 | | $ 438,707 | $ 438,707 | |
| Value added properties - unconsolidated | $ 2,158 | $ 526 | | $ 351,787 | $ 90,664 | |

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* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

## Customer Information

**Top Customers - Owned and Managed**

square feet in thousands

| | | % of Net Effective Rent | Total Square Feet |
|---|---|---|---|
| 1 | Amazon | 4.0 | 27,096 |
| 2 | Geodis | 1.3 | 13,472 |
| 3 | DHL | 1.3 | 10,612 |
| 4 | FedEx | 1.3 | 7,563 |
| 5 | XPO Logistics | 1.2 | 10,744 |
| 6 | Home Depot | 1.2 | 10,463 |
| 7 | UPS | 0.9 | 7,181 |
| 8 | DSV Panalpina A/S | 0.8 | 7,824 |
| 9 | Kuehne + Nagel | 0.8 | 7,239 |
| 10 | CEVA Logistics | 0.7 | 6,262 |
| **Top 10 Customers** | | **13.5** | **108,456** |
| 11 | Wal-Mart | 0.6 | 5,738 |
| 12 | Hitachi | 0.6 | 3,480 |
| 13 | U.S. Government | 0.5 | 1,996 |
| 14 | DB Schenker | 0.5 | 4,837 |
| 15 | J Sainsburys | 0.5 | 3,427 |
| 16 | BMW | 0.5 | 4,406 |
| 17 | Cainiao (Alibaba) | 0.5 | 4,630 |
| 18 | ZOZO, Inc. | 0.4 | 2,353 |
| 19 | Sumitomo Corporation | 0.4 | 2,986 |
| 20 | Ingram Micro | 0.4 | 3,879 |
| 21 | PepsiCo | 0.4 | 3,055 |
| 22 | Panasonic | 0.4 | 1,940 |
| 23 | Ryder System | 0.3 | 2,845 |
| 24 | Performance Team | 0.3 | 3,085 |
| 25 | Staples | 0.3 | 3,498 |
| **Top 25 Customers** | | **20.1** | **160,611** |

**Lease Expirations - Operating Portfolio**

square feet and dollars in thousands

| Owned and Managed | | Net Effective Rent | | |
|---|---|---|---|---|
| | Occupied Sq Ft | $ | % of Total | $ Per Sq Ft |
| 2020[A] | 25,057 | 127,894 | 2.6 | 5.10 |
| 2021 | 120,476 | 670,082 | 13.6 | 5.56 |
| 2022 | 137,301 | 783,862 | 15.9 | 5.71 |
| 2023 | 115,734 | 679,817 | 13.8 | 5.87 |
| 2024 | 95,299 | 600,188 | 12.1 | 6.30 |
| Thereafter | 318,343 | 2,075,275 | 42.0 | 6.52 |
| | **812,210** | **4,937,118** | **100.0** | **6.08** |
| Weighted average term of leases remaining (based on net effective rent) | | | | 4.33 years |

| Prologis Share | | Net Effective Rent | | |
|---|---|---|---|---|
| | Occupied Sq Ft | $ | % of Total | $ Per Sq Ft |
| 2020[A] | 15,307 | 79,135 | 2.6 | 5.17 |
| 2021 | 73,349 | 405,128 | 13.5 | 5.52 |
| 2022 | 81,261 | 456,133 | 15.1 | 5.61 |
| 2023 | 71,508 | 421,133 | 14.0 | 5.89 |
| 2024 | 61,203 | 384,645 | 12.8 | 6.28 |
| Thereafter | 194,805 | 1,264,934 | 42.0 | 6.49 |
| | **497,433** | **3,011,108** | **100.0** | **6.05** |
| Weighted average term of leases remaining (based on net effective rent) | | | | 4.32 years |

A. We have signed leases, that were due to expire, totaling 17 million square feet in our owned and managed portfolio (1.7% of total net effective rent) and 9 million square feet on a Prologis share basis (1.6% of total net effective rent). These are excluded from 2020 expirations and are reflected at their respective expiration year.

# Capital Deployment

## Overview – Prologis Share

YTD Q3 | U.S. | Outside the U.S.

### DEVELOPMENT STARTS (TEI)

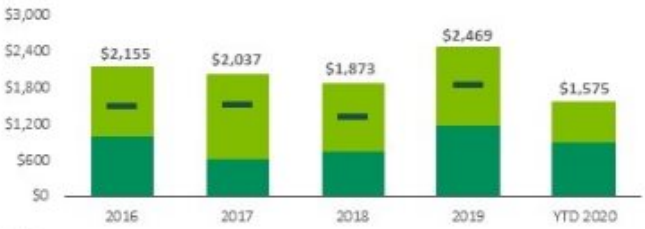
in millions




| | 2016 | 2017 | 2018 | 2019 | YTD 2020 |
|---|---|---|---|---|---|
| Est Value Creation | $365 | $446 | $482 | $575 | $218 |

### DEVELOPMENT STABILIZATIONS (TEI)

dollars in millions




| | 2016 | 2017 | 2018 | 2019 | YTD 2020 |
|---|---|---|---|---|---|
| Est Value Creation | $571 | $583 | $661 | $911 | $642 |
| Est wtd avg stabilized yield | 6.8% | 6.6% | 6.5% | 6.3% | 6.5% |

### BUILDING ACQUISITIONS AND M&A ACTIVITY

in millions




| M&A Activity | | DCT | | LPT/ IPT |
|---|---|---|---|---|
| | - | $8,700 | - | $13,000/ $1,600 |

### LAND PORTFOLIO

in millions




| | |
|---|---|
| Est Build Out (B): Sq. Ft. | 147 |
| TEI | $13,600 |

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A. This calculation is on an owned and managed basis.
B. The estimated build out includes the land portfolio and the other land that we could develop through options, ground leases, unconsolidated joint ventures and other contractual arrangements.

# Capital Deployment

## Development Stabilizations



| square feet and dollars in thousands | Q3 2020 Square Feet | Q3 2020 TEI Owned and Managed | Q3 2020 TEI Prologis Share | FY 2020 Square Feet | FY 2020 TEI Owned and Managed | FY 2020 TEI Prologis Share |
|---|---|---|---|---|---|---|
| Central | 316 | $ 25,239 | $ 25,239 | 1,027 | $ 73,553 | $ 73,553 |
| East | 1,362 | 124,566 | 124,566 | 2,513 | 242,658 | 242,658 |
| West | 2,716 | 259,638 | 259,638 | 5,203 | 601,813 | 575,744 |
| **Total U.S.** | **4,394** | **409,443** | **409,443** | **8,743** | **918,024** | **891,955** |
| Canada | - | - | - | - | - | - |
| Mexico | 387 | 27,036 | 20,277 | 882 | 62,974 | 56,215 |
| Brazil | 538 | 19,375 | 3,875 | 538 | 19,375 | 3,875 |
| **Total Other Americas** | **925** | **46,411** | **24,152** | **1,420** | **82,349** | **60,090** |
| Northern Europe | 265 | 22,168 | 22,168 | 1,350 | 118,221 | 118,221 |
| Southern Europe | 498 | 44,300 | 44,300 | 708 | 57,119 | 57,119 |
| Central Europe | 634 | 35,480 | 30,850 | 2,898 | 166,452 | 147,150 |
| United Kingdom | 795 | 83,099 | 12,464 | 1,058 | 121,518 | 50,883 |
| **Total Europe** | **2,192** | **185,047** | **109,782** | **6,014** | **463,310** | **373,373** |
| Japan | - | - | - | 1,350 | 212,959 | 212,959 |
| China | 1,509 | 73,612 | 11,042 | 4,802 | 241,277 | 36,256 |
| **Total Asia** | **1,509** | **73,612** | **11,042** | **6,152** | **454,236** | **249,215** |
| **Total Outside the U.S.** | **4,626** | **305,070** | **144,976** | **13,586** | **999,895** | **682,678** |
| **Total Development Stabilizations** | **9,020** | **$ 714,513** | **$ 554,419** | **22,329** | **$ 1,917,919** | **$ 1,574,633** |
| Percent build to suit | | | 43.5% | | | 35.6% |
| Estimated weighted average stabilized yield | | | 6.6% | | | 6.5% |
| Annualized estimated NOI | | | $ 36,700 | | | $ 102,150 |
| Estimated weighted average stabilized cap rate | | | 4.6% | | | 4.6% |
| Estimated weighted average margin | | | 47.0% | | | 40.8% |
| **Estimated value creation** | | | **$ 260,338** | | | **$ 641,775** |

# Capital Deployment

## Development Starts

| square feet and dollars in thousands | Square Feet | Leased % at Start | Owned and Managed | Prologis Share | Square Feet | Leased % at Start | Owned and Managed | Prologis Share |
|---|---|---|---|---|---|---|---|---|
| | | | Q3 2020 | TEI | | | FY 2020 | TEI |
| Central | - | - | $ - | $ - | - | - | $ - | $ - |
| East [A] | 265 | 100.0 | 45,943 | 45,943 | 265 | 100.0 | 85,429 | 85,429 |
| West [A] | 851 | 100.0 | 117,762 | 117,762 | 851 | 100.0 | 144,504 | 144,504 |
| **Total U.S.** | **1,116** | **100.0** | **163,705** | **163,705** | **1,116** | **100.0** | **229,933** | **229,933** |
| Canada | - | - | - | - | - | - | - | - |
| Mexico | - | - | - | - | - | - | - | - |
| Brazil | 909 | 0.0 | 38,108 | 7,622 | 909 | 0.0 | 38,108 | 7,622 |
| **Total Other Americas** | **909** | **0.0** | **38,108** | **7,622** | **909** | **0.0** | **38,108** | **7,622** |
| Northern Europe | 69 | 100.0 | 11,982 | 11,982 | 359 | 49.3 | 40,931 | 33,336 |
| Southern Europe | 1,253 | 100.0 | 138,423 | 138,423 | 1,319 | 100.0 | 144,065 | 144,065 |
| Central Europe | 119 | 100.0 | 8,622 | 8,622 | 909 | 100.0 | 52,565 | 52,563 |
| United Kingdom | 839 | 100.0 | 133,447 | 20,017 | 839 | 100.0 | 133,447 | 20,017 |
| **Total Europe** | **2,280** | **100.0** | **292,474** | **179,044** | **3,426** | **94.7** | **371,006** | **249,981** |
| Japan | 61 | 0.0 | 20,167 | 20,167 | 1,481 | 82.8 | 250,529 | 250,529 |
| China | 2,298 | 0.0 | 140,224 | 21,034 | 2,298 | 0.0 | 140,224 | 21,034 |
| **Total Asia** | **2,359** | **0.0** | **160,391** | **41,201** | **3,779** | **32.5** | **390,753** | **271,563** |
| **Total Outside the U.S.** | **5,548** | **41.1** | **490,973** | **227,867** | **8,114** | **55.1** | **799,867** | **529,166** |
| **Total Development Starts** | **6,664** | **51.0** | **$ 654,678** | **$ 391,572** | **9,230** | **60.5** | **$ 1,029,800** | **$ 759,099** |
| Percent build to suit | | | | 87.5% | | | | 60.7% |
| Estimated weighted average stabilized yield | | | | 5.9% | | | | 5.9% |
| Annualized estimated NOI | | | | $ 22,975 | | | | $ 44,615 |
| Estimated weighted average stabilized cap rate | | | | 4.4% | | | | 4.5% |
| Estimated weighted average margin | | | | 31.4% | | | | 28.8% |
| **Estimated value creation** | | | | **$ 122,764** | | | | **$ 218,427** |

A. Amount includes development starts on yards and parking lots that will be included in *Other Real Estate Investments* upon completion, therefore, the total lease percentage and square footage are not disclosed.

# Capital Deployment

## Development Portfolio



| | | | | | Under Development | | | | | | | | | | |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| | Pre-Stabilized Developments | | | | 2020 Expected Completion | | | 2021 and Thereafter Expected Completion | | | Total Development Portfolio | | | | |
| | | | | TEI | | | TEI | | | TEI | Owned and Managed | | | Prologis Share | |
| square feet and dollars in thousands | Sq Ft | Leased % | Owned and Managed | Prologis Share | Sq Ft | Owned and Managed | Prologis Share | Sq Ft | Owned and Managed | Prologis Share | Sq Ft | Leased % | TEI | Leased % | TEI |
| Central | 1,354 | 16.1 | $ 105,614 | $ 105,614 | 833 | $ 53,638 | $ 53,638 | - | $ - | $ - | 2,187 | 28.3 | $ 159,252 | 28.3 | $ 159,252 |
| East | 601 | 60.7 | 88,799 | 88,799 | 1,088 | 133,329 | 133,329 | 434 | 61,473 | 61,473 | 2,123 | 71.4 | 283,601 | 71.4 | 283,601 |
| West | 2,386 | 56.5 | 275,277 | 248,074 | 2,043 | 282,559 | 282,559 | 260 | 62,188 | 62,188 | 4,689 | 73.8 | 620,024 | 75.7 | 592,821 |
| Total U.S. | 4,341 | 44.5 | 469,690 | 442,487 | 3,964 | 469,526 | 469,526 | 694 | 123,661 | 123,661 | 8,999 | 62.2 | 1,062,877 | 63.0 | 1,035,674 |
| Canada | - | - | - | - | 451 | 47,032 | 47,032 | - | - | - | 451 | 100.0 | 47,032 | 100.0 | 47,032 |
| Mexico | 342 | 40.5 | 20,723 | 17,560 | 222 | 13,539 | 13,539 | - | - | - | 564 | 64.0 | 34,262 | 70.6 | 31,099 |
| Brazil | 325 | 99.8 | 12,643 | 2,528 | 318 | 14,240 | 2,848 | 910 | 38,108 | 7,621 | 1,553 | 20.9 | 64,991 | 20.9 | 12,997 |
| Total Other Americas | 667 | 69.4 | 33,366 | 20,088 | 991 | 74,811 | 63,419 | 910 | 38,108 | 7,621 | 2,568 | 44.2 | 146,285 | 68.9 | 91,128 |
| Northern Europe | 901 | 52.1 | 106,786 | 106,786 | 530 | 43,544 | 35,458 | 251 | 32,314 | 32,314 | 1,682 | 38.4 | 182,644 | 35.3 | 174,558 |
| Southern Europe | 1,321 | 66.1 | 112,366 | 112,366 | 539 | 51,337 | 51,337 | 1,763 | 187,124 | 165,624 | 3,623 | 73.6 | 350,827 | 78.1 | 329,327 |
| Central Europe | 450 | 0.0 | 33,452 | 33,452 | - | - | - | 909 | 54,409 | 54,409 | 1,359 | 66.9 | 87,861 | 66.9 | 87,861 |
| United Kingdom | - | - | - | - | 434 | 50,249 | 50,249 | 2,265 | 401,719 | 261,170 | 2,699 | 92.1 | 451,968 | 88.5 | 311,419 |
| Total Europe | 2,672 | 50.2 | 252,604 | 252,604 | 1,503 | 145,130 | 137,044 | 5,188 | 675,566 | 513,517 | 9,363 | 71.6 | 1,073,300 | 70.3 | 903,165 |
| Japan | 1,064 | 100.0 | 162,836 | 162,836 | 680 | 131,914 | 131,914 | 4,278 | 765,477 | 765,477 | 6,022 | 82.0 | 1,060,227 | 82.0 | 1,060,227 |
| China | 1,883 | 51.4 | 101,206 | 15,181 | 6,259 | 335,659 | 50,349 | 11,606 | 699,530 | 104,930 | 19,748 | 4.9 | 1,136,395 | 4.9 | 170,460 |
| Total Asia | 2,947 | 69.0 | 264,042 | 178,017 | 6,939 | 467,573 | 182,263 | 15,884 | 1,465,007 | 870,407 | 25,770 | 22.9 | 2,196,622 | 56.6 | 1,230,687 |
| Total Outside the U.S. | 6,286 | 61.0 | 550,012 | 450,709 | 9,433 | 687,514 | 382,726 | 21,982 | 2,178,681 | 1,391,545 | 37,701 | 36.5 | 3,416,207 | 63.5 | 2,224,980 |
| Total Active Development Portfolio | 10,627 | 54.3 | $ 1,019,702 | $ 893,196 | 13,397 | $ 1,157,040 | $ 852,252 | 22,676 | $ 2,302,342 | $ 1,515,206 | 46,700 | 41.4 | $ 4,479,084 | 63.3 | $ 3,260,654 |
| Cost to complete | | | $ 124,368 | $ 118,724 | | $ 102,479 | $ 51,618 | | $ 1,326,724 | $ 934,804 | | | $ 1,555,571 | | $ 1,105,146 |
| Percent build to suit | | | | 23.1% | | | 53.3% | | | 37.5% | | | | | 34.5% |
| Estimated weighted average stabilized yield | | | | 5.7% | | | 6.0% | | | 5.6% | | | | | 5.7% |
| | | | | | | | | | | Annualized estimated NOI | | | | | $186,082 |
| | | | | | | | | | | Estimated weighted average stabilized cap rate | | | | | 4.6% |
| | | | | | | | | | | Estimated weighted average margin | | | | | 22.6% |
| | | | | | | | | | | Estimated value creation | | | | | $738,412 |
| Total Active Development Portfolio | 10,627 | 54.3 | $ 1,019,702 | $ 893,196 | 13,397 | $ 1,157,040 | $ 852,252 | 22,676 | $ 2,302,342 | $ 1,515,206 | 46,700 | 41.4 | $ 4,479,084 | 63.3 | $ 3,260,654 |
| Suspended Development Portfolio | | | | | 81 | 10,249 | 2,490 | 3,592 | 316,090 | 306,785 | 3,673 | 0.0 | 326,339 | 0.0 | 309,275 |
| Total Development Portfolio | 10,627 | 54.3 | $ 1,019,702 | $ 893,196 | 13,478 | $ 1,167,289 | $ 854,742 | 26,268 | $ 2,618,432 | $ 1,821,991 | 50,373 | 38.4 | $ 4,805,423 | 56.1 | $ 3,569,929 |

# Capital Deployment

## Third Party Acquisitions

| square feet and dollars in thousands | Q3 2020 Square Feet Owned and Managed | Q3 2020 Square Feet Prologis Share | Q3 2020 Acquisition Price Owned and Managed | Q3 2020 Acquisition Price Prologis Share | YTD 2020 Square Feet Owned and Managed | YTD 2020 Square Feet Prologis Share | YTD 2020 Acquisition Price Owned and Managed | YTD 2020 Acquisition Price Prologis Share |
|---|---|---|---|---|---|---|---|---|
| Prologis Wholly Owned | 194 | 194 | $ 70,973 | $ 70,973 | 1,401 | 1,401 | $ 343,085 | $ 343,085 |
| Prologis U.S. Logistics Venture | - | - | - | - | 20 | 11 | 5,718 | 3,147 |
| Prologis Targeted U.S. Logistics Fund | 2,714 | 714 | 205,005 | 53,914 | 3,075 | 803 | 293,220 | 75,787 |
| **Total U.S.** | **2,908** | **908** | **275,978** | **124,887** | **4,496** | **2,215** | **642,023** | **422,019** |
| FIBRA - Prologis | - | - | - | - | 123 | 57 | 7,149 | 3,345 |
| Prologis European Logistics Fund | 3,005 | 730 | 289,306 | 70,266 | 3,501 | 849 | 369,365 | 89,489 |
| **Total Outside the U.S.** | **3,005** | **730** | **289,306** | **70,266** | **3,624** | **906** | **376,514** | **92,834** |
| **Total Third Party Building Acquisitions** | **5,913** | **1,638** | **$ 565,284** | **$ 195,153** | **8,120** | **3,121** | **$ 1,018,537** | **$ 514,853** |
| **Weighted average stabilized cap rate** | | | | **4.3%** | | | | **4.3%** |
| Land acquisitions | | | 113,353 | 109,847 | | | 371,959 | 341,871 |
| Acquisitions of other investments in real estate | | | 27,235 | 14,475 | | | 206,823 | 124,784 |
| **Grand Total Third Party Acquisitions** | | | **$ 705,872** | **$ 319,475** | | | **$ 1,597,319** | **$ 981,508** |

# Capital Deployment

## Dispositions and Contributions

| square feet and dollars in thousands | Owned and Managed | Square Feet Prologis Share | Owned and Managed | Sales Price Prologis Share | Owned and Managed | Square Feet Prologis Share | Owned and Managed | Sales Price Prologis Share |
|---|---|---|---|---|---|---|---|---|
| | | | Q3 2020 | | | | FY 2020 | |
| **Third-Party Building Dispositions** | | | | | | | | |
| Prologis Wholly Owned | 1,054 | 1,054 | 130,888 | 130,888 | 5,276 | 5,276 | 300,153 | 300,153 |
| Prologis U.S. Logistics Venture | - | - | - | - | 1,532 | 843 | 176,000 | 96,870 |
| Prologis Targeted U.S. Logistics Fund | - | - | - | - | 1,038 | 257 | 51,685 | 12,813 |
| **Total U.S.** | **1,054** | **1,054** | **$ 130,888** | **$ 130,888** | **5,846** | **4,376** | **$ 527,838** | **$ 409,836** |
| **Total Other Americas** | - | - | - | - | - | - | - | - |
| Prologis Wholly Owned | - | - | - | - | 883 | 883 | 56,142 | 56,142 |
| Prologis European Logistics Fund | - | - | - | - | 143 | 34 | 14,014 | 3,358 |
| **Total Europe** | - | - | - | - | **1,026** | **917** | **70,156** | **59,500** |
| Prologis Wholly Owned | - | - | - | - | 200 | 200 | 6,090 | 6,090 |
| **Total Asia** | - | - | - | - | **200** | **200** | **6,090** | **6,090** |
| **Total Outside the U.S.** | - | - | - | - | **1,226** | **1,117** | **76,246** | **65,590** |
| **Total Third Party Building Dispositions** | **1,054** | **1,054** | **$ 130,888** | **$ 130,888** | **7,072** | **5,493** | **$ 604,084** | **$ 475,426** |
| **Building Contributions to Co-Investment Ventures** | | | | | | | | |
| Prologis Targeted U.S. Logistics Fund | 1,929 | 1,929 | 283,691 | 209,080 | 1,929 | 1,929 | 283,691 | 209,080 |
| **Total U.S.** | **1,929** | **1,929** | **$ 283,691** | **$ 209,080** | **1,929** | **1,929** | **$ 283,691** | **$ 209,080** |
| FIBRA Prologis | - | - | - | - | 3,990 | 3,990 | 345,600 | 183,825 |
| **Total Other Americas** | - | - | - | - | **3,990** | **3,990** | **345,600** | **183,825** |
| Prologis European Logistics Fund | 2,386 | 2,386 | 280,454 | 212,332 | 4,044 | 4,044 | 437,390 | 331,587 |
| Prologis European Logistics Partners | 263 | 263 | 50,883 | 25,441 | 263 | 263 | 50,883 | 25,441 |
| **Total Europe** | **2,649** | **2,649** | **331,337** | **237,773** | **4,307** | **4,307** | **488,273** | **357,028** |
| Nippon Prologis REIT | - | - | - | - | 2,055 | 2,055 | 405,592 | 344,470 |
| **Total Asia** | - | - | - | - | **2,055** | **2,055** | **405,592** | **344,470** |
| **Total Outside the U.S.** | **2,649** | **2,649** | **331,337** | **237,773** | **10,352** | **10,352** | **1,239,465** | **885,323** |
| **Total Building Contributions to Co-Investment Ventures** | **4,578** | **4,578** | **615,028** | **446,853** | **12,281** | **12,281** | **1,523,156** | **1,094,403** |
| **Total Building Dispositions and Contributions** | **5,632** | **5,632** | **$ 745,916** | **$ 577,741** | **19,353** | **17,774** | **$ 2,127,240** | **$ 1,569,829** |
| Weighted average stabilized cap rate | | | | 4.5% | | | | 4.9% |
| Land dispositions | | | 10,869 | 10,869 | | | 13,180 | 13,180 |
| Dispositions of other investments in real estate | | | 19,400 | 19,400 | | | 37,306 | 37,224 |
| **Grand Total Dispositions and Contributions** | | | **$ 776,185** | **$ 608,010** | | | **$ 2,177,726** | **$ 1,620,233** |

# Capital Deployment

## Land Portfolio – Owned and Managed

| square feet and dollars in thousands, ordered by Prologis Share of NOI (%) of the Operating Portfolio | Acres | | | Current Book Value | | |
|---|---|---|---|---|---|---|
| | Owned and Managed | Prologis Share | Estimated Build Out (sq ft) | Owned and Managed | Prologis Share | % of Total |
| Southern California | 126 | 126 | 2,233 | $ 123,620 | $ 123,620 | 6.9 |
| New Jersey/New York City | 67 | 45 | 1,609 | 41,778 | 32,525 | 1.8 |
| San Francisco Bay Area | 13 | 13 | 56 | 1,195 | 1,195 | 0.1 |
| Chicago | 182 | 182 | 2,668 | 61,108 | 61,108 | 3.4 |
| Lehigh Valley | 300 | 300 | 3,136 | 113,336 | 113,336 | 6.4 |
| Dallas/Ft. Worth | 95 | 95 | 1,884 | 20,923 | 20,923 | 1.2 |
| Houston | 197 | 184 | 3,251 | 43,266 | 41,620 | 2.3 |
| Seattle | 49 | 49 | 1,049 | 80,974 | 80,974 | 4.5 |
| Atlanta | 358 | 358 | 3,194 | 33,023 | 33,023 | 1.9 |
| South Florida | 140 | 137 | 1,926 | 107,098 | 104,686 | 5.9 |
| Central Valley | 970 | 970 | 19,651 | 176,655 | 176,655 | 9.9 |
| Baltimore/Washington | 57 | 57 | 310 | 21,824 | 21,824 | 1.2 |
| Central PA | 29 | 16 | 399 | 7,971 | 4,387 | 0.2 |
| Orlando | 27 | 27 | 387 | 8,160 | 8,160 | 0.5 |
| Las Vegas | 55 | 55 | 718 | 15,803 | 15,803 | 0.9 |
| Phoenix | 172 | 172 | 2,799 | 32,479 | 32,479 | 1.8 |
| Denver | 9 | 9 | 183 | 11,083 | 11,083 | 0.6 |
| Cincinnati | - | - | - | - | - | - |
| Remaining U.S. Markets (10 markets) | 546 | 546 | 7,947 | 75,736 | 75,736 | 4.2 |
| **Total U.S.** | **3,392** | **3,341** | **53,400** | **976,032** | **959,137** | **53.7** |
| Mexico | 467 | 447 | 8,325 | 97,212 | 91,969 | 5.2 |
| Canada | 171 | 171 | 3,141 | 92,256 | 92,256 | 5.2 |
| Brazil | 441 | 231 | 9,881 | 83,587 | 25,552 | 1.4 |
| **Total Other Americas** | **1,079** | **849** | **21,347** | **273,055** | **209,777** | **11.8** |
| United Kingdom | 333 | 256 | 6,289 | 232,942 | 164,996 | 9.2 |
| France | 252 | 204 | 4,791 | 23,470 | 15,172 | 0.8 |
| Germany | 59 | 59 | 1,337 | 33,895 | 33,895 | 1.9 |
| Netherlands | 24 | 24 | 666 | 10,518 | 10,518 | 0.6 |
| Remaining European countries (8 countries) | 1,022 | 949 | 20,975 | 215,553 | 197,342 | 11.1 |
| **Total Europe** | **1,690** | **1,492** | **34,058** | **516,378** | **421,923** | **23.6** |
| Japan | 98 | 98 | 5,013 | 189,863 | 189,863 | 10.6 |
| China | 80 | 12 | 2,965 | 30,850 | 4,627 | 0.3 |
| **Total Asia** | **178** | **110** | **7,978** | **220,713** | **194,490** | **10.9** |
| **Total Outside the U.S.** | **2,947** | **2,451** | **63,383** | **1,010,146** | **826,190** | **46.3** |
| **Total Land Portfolio** | **6,339** | **5,792** | **116,783** | **$ 1,986,178** | **$ 1,785,327** | **100.0** |

# Capital Deployment

## Land Portfolio – Summary and Roll Forward

| dollars in thousands | Acres | | | Current Book Value | | |
|---|---|---|---|---|---|---|
| | Owned and Managed | Prologis Share | % of Total | Owned and Managed | Prologis Share | % of Total |
| Central | 852 | 839 | 14.5 | $ 159,906 | $ 158,260 | 8.9 |
| East | 1,035 | 997 | 17.2 | 337,628 | 322,379 | 18.0 |
| West | 1,505 | 1,505 | 26.0 | 478,498 | 478,498 | 26.8 |
| **Total U.S.** | **3,392** | **3,341** | **57.7** | **976,032** | **959,137** | **53.7** |
| Mexico | 467 | 447 | 7.7 | 97,212 | 91,969 | 5.2 |
| Canada | 171 | 171 | 3.0 | 92,256 | 92,256 | 5.2 |
| Brazil | 441 | 231 | 4.0 | 83,587 | 25,552 | 1.4 |
| **Total Other Americas** | **1,079** | **849** | **14.7** | **273,055** | **209,777** | **11.8** |
| Central Europe | 645 | 605 | 10.4 | 110,372 | 101,029 | 5.7 |
| Northern Europe | 148 | 133 | 2.3 | 63,923 | 60,259 | 3.4 |
| Southern Europe | 564 | 498 | 8.6 | 109,141 | 95,639 | 5.3 |
| United Kingdom | 333 | 256 | 4.4 | 232,942 | 164,996 | 9.2 |
| **Total Europe** | **1,690** | **1,492** | **25.7** | **516,378** | **421,923** | **23.6** |
| Japan | 98 | 98 | 1.7 | 189,863 | 189,863 | 10.6 |
| China | 80 | 12 | 0.2 | 30,850 | 4,627 | 0.3 |
| **Total Asia** | **178** | **110** | **1.9** | **220,713** | **194,490** | **10.9** |
| **Total Outside the U.S.** | **2,947** | **2,451** | **42.3** | **1,010,146** | **826,190** | **46.3** |
| **Total Land Portfolio** | **6,339** | **5,792** | **100.0** | **$ 1,986,178** | **$ 1,785,327** | **100.0** |
| Estimated build out of land portfolio (in TEI) | | | | $ 11,000,000 | $ 9,900,000 | |
| Estimated build out of other land (in TEI) [A] | | | | 4,200,000 | 3,700,000 | |
| **Total** | | | | **$ 15,200,000** | **$ 13,600,000** | |

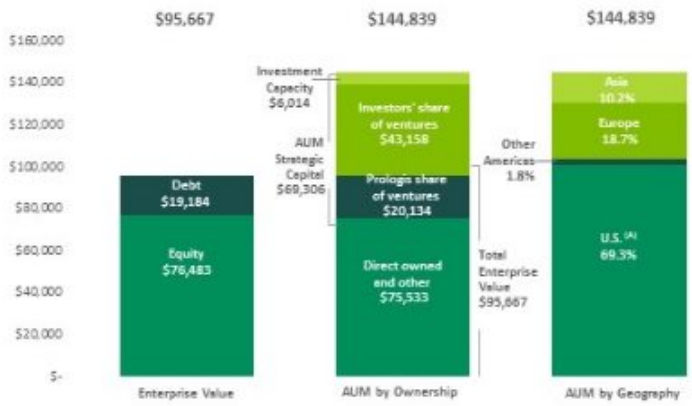
| Land Roll Forward - Prologis Share | U.S. | Other Americas | Europe | Asia | Total |
|---|---|---|---|---|---|
| **As of June 30, 2020** | $ 970,200 | $ 203,888 | $ 401,545 | $ 154,613 | $ 1,730,246 |
| Acquisitions | 29,751 | - | 37,128 | 42,968 | 109,847 |
| Dispositions | (744) | - | (11,425) | - | (12,169) |
| Development starts | (69,141) | (2,667) | (36,825) | (10,414) | (119,047) |
| Infrastructure costs | 24,579 | 7,431 | 13,553 | 4,261 | 49,824 |
| Effect of changes in foreign exchange rates and other | 4,492 | 1,125 | 17,947 | 3,062 | 26,626 |
| **As of September 30, 2020** | **$ 959,137** | **$ 209,777** | **$ 421,923** | **$ 194,490** | **$ 1,785,327** |

A. Amounts include approximately 3,000 acres that we could develop through options, ground leases, unconsolidated joint ventures and other contractual arrangements.

# Capitalization

## Overview

### ASSETS UNDER MANAGEMENT
(dollars in millions)




### U.S. DOLLAR EXPOSURE
(dollars in millions)




| Prologis Share - Debt Metrics [B] | September 30, 2020 | June 30, 2020 |
|---|---|---|
| Debt as % of gross market capitalization* | 19.2% | 19.8% |
| Debt as % of gross real estate assets* | 30.6% | 29.9% |
| Secured debt as % of gross real estate assets* | 1.8% | 2.0% |
| Unencumbered gross real estate assets to unsecured debt* | 310.3% | 324.6% |
| Fixed charge coverage ratio* | 9.64x | 9.70x |
| Fixed charge coverage ratio, excluding development gains* | 8.29x | 8.50x |
| Debt/Adjusted EBITDA* | 4.34x | 4.17x |
| Debt/Adjusted EBITDA, excluding development gains* | 5.05x | 4.75x |
| Weighted average interest rate | 2.1% | 2.3% |
| Weighted average remaining maturity in years | 9.9 | 9.1 |
| Percent of floating rate debt | 8.2% | 8.8% |
| **Credit Ratings at September 30, 2020 [C]** | | |
| Moody's | A3 (Outlook Stable) | |
| Standard & Poor's | A- (Outlook Stable) | |

### DEBT BY CURRENCY- PROLOGIS SHARE




### UNENCUMBERED ASSETS – PROLOGIS SHARE
(dollars in billions)




* This is a non-GAAP financial measure. Please see our Notes and Definitions for detailed calculation.

A. Mexico is included in the U.S. as it is U.S. dollar functional.

B. The detail calculations are included in the Notes and Definitions section and are not in accordance with the applicable SEC rules.

C. A securities rating is not a recommendation to buy, sell or hold securities and is subject to revision or withdrawal at any time by the rating organization.

# Capitalization

## Debt Components - Consolidated

| dollars in thousands | Unsecured | | | | | | |
|---|---|---|---|---|---|---|---|
| Maturity | Senior | Credit Facilities [A] | Other [A] | Secured Mortgage | Total | Wtd. Avg. Interest Rate | % Fixed |
| 2020 | $ - | $ - | $ - | $ 2,115 | $ 2,115 | 6.4% | 100% |
| 2021 | - | - | 10,467 | 28,531 | 38,998 | 4.6% | 68% |
| 2022 | 743,535 | - | 250,000 | 11,919 | 1,005,454 | 2.2% | 100% |
| 2023 | - | - | 127,347 | 33,894 | 161,241 | 2.1% | 21% |
| 2024 | 701,911 | - | - | 265,753 | 967,664 | 3.6% | 86% |
| 2025 | 797,301 | 39,733 | - | 135,447 | 972,481 | 3.6% | 96% |
| 2026 | 985,279 | - | 804,120 | 1,213 | 1,790,612 | 1.8% | 55% |
| 2027 | 1,290,460 | - | 68,114 | 1,255 | 1,359,829 | 1.1% | 100% |
| 2028 | 1,422,350 | - | 140,012 | 166,185 | 1,728,547 | 1.6% | 95% |
| 2029 | 1,811,185 | - | - | - | 1,811,185 | 2.2% | 100% |
| 2030 | 1,848,387 | - | 47,301 | - | 1,895,688 | 1.9% | 98% |
| Thereafter | 4,566,713 | - | 283,807 | - | 4,850,520 | 1.7% | 98% |
| Subtotal | 14,167,121 | 39,733 | 1,731,168 | 646,312 | 16,584,334 | 2.0% | 92% |
| Unamortized net premiums | 11,935 | - | - | 2,645 | 14,580 | | |
| Unamortized finance costs | (71,035) | - | (7,695) | (2,058) | (80,788) | | |
| Total consolidated debt, net of unamortized premiums (discounts) and finance costs | $ 14,108,021 | $ 39,733 | $ 1,723,473 | $ 646,899 | $ 16,518,126 | | |
| Weighted average interest rate | 2.1% | 0.4% | 0.8% | 3.6% | 2.0% | | |
| Weighted average remaining maturity in years | 11.3 | 4.8 | 6.0 | 5.0 | 10.5 | | |

**Prologis debt by local currency**

| | Senior | Credit Facilities | Other | Secured Mortgage | Total | Investment Hedges [B] | Total | % of Total |
|---|---|---|---|---|---|---|---|---|
| Dollars | $ 5,665,351 | $ - | $ 260,166 | $ 201,126 | $ 6,126,643 | $ (1,332,291) | $ 4,794,352 | 29% |
| Euro | 6,297,942 | - | - | - | 6,297,942 | 327,383 | 6,625,325 | 40% |
| GBP | 958,172 | - | - | 168,512 | 1,126,684 | 295,623 | 1,422,307 | 9% |
| Yen | 1,186,556 | 39,733 | 1,336,544 | 132,272 | 2,695,105 | 197,899 | 2,893,004 | 18% |
| CAD | - | - | 126,763 | 144,989 | 271,752 | 463,506 | 735,258 | 4% |
| Other | - | - | - | - | - | 47,880 | 47,880 | 0% |
| Total Debt | $ 14,108,021 | $ 39,733 | $ 1,723,473 | $ 646,899 | $ 16,518,126 | $ - | $ 16,518,126 | 100% |

**Liquidity**

| | |
|---|---|
| Aggregate lender commitments- | |
| Credit facilities | $ 4,052,000 |
| Available term loans | 250,000 |
| Less: | |
| Borrowings outstanding | 39,733 |
| Outstanding letters of credit | 29,848 |
| Current availability | 4,232,419 |
| Cash and cash equivalents | 940,193 |
| Total liquidity | $ 5,172,612 |

A. The maturity for the yen revolver ($40 million) and a certain term loan ($250 million) are reflected at the extended maturity date as the extension is at our option.

B. We manage our exposure to changes in foreign currency exchange rates using foreign currency forward contracts, including those that are accounted for as net investment hedges, to economically reduce our exposure to fluctuations in foreign currency rates. The effect is reflected in the table under Investment Hedges. See also page 28 for our market equity exposure by currency.

# Capitalization

## Debt Components - Noncontrolling Interests and Unconsolidated [A]

| dollars in thousands | Noncontrolling Interests | | | | | Prologis Share of Unconsolidated Co-Investment Ventures | | | | |
|---|---|---|---|---|---|---|---|---|---|---|
| Maturity | Unsecured | Secured | Total | Wtd. Avg. Interest Rate | % Fixed | Unsecured [B] | Secured | Total | Wtd. Avg. Interest Rate | % Fixed |
| 2020 | $ - | $ 275 | $ 275 | 3.5% | 100% | $ 1 | $ 376 | $ 377 | 4.9% | 68% |
| 2021 | - | 2,395 | 2,395 | 3.0% | 48% | 68,774 | 75,191 | 143,965 | 3.0% | 99% |
| 2022 | - | 1,098 | 1,098 | 3.5% | 100% | 334,722 | 104,223 | 438,945 | 3.3% | 83% |
| 2023 | - | 526 | 526 | 4.0% | 100% | 283,816 | 101,459 | 385,275 | 3.0% | 72% |
| 2024 | - | 412 | 412 | 3.6% | 100% | 229,821 | 95,937 | 325,758 | 3.2% | 89% |
| 2025 | - | 427 | 427 | 3.6% | 100% | 118,536 | 12,133 | 130,669 | 1.8% | 95% |
| 2026 | - | 441 | 441 | 3.6% | 100% | 49,473 | 61,469 | 110,942 | 2.8% | 97% |
| 2027 | - | 457 | 457 | 3.6% | 100% | 117,550 | 3,062 | 120,612 | 2.3% | 97% |
| 2028 | - | - | - | - | - | 199,002 | 361 | 199,363 | 2.6% | 100% |
| 2029 | - | - | - | - | - | 230,221 | 396 | 230,617 | 1.7% | 100% |
| 2030 | - | - | - | - | - | 185,256 | 441 | 185,697 | 2.6% | 100% |
| Thereafter | - | - | - | | | 411,672 | 311 | 411,983 | 2.6% | 100% |
| Subtotal | $ - | $ 6,031 | $ 6,031 | 3.4% | 79% | $ 2,228,844 | $ 455,359 | $ 2,684,203 | 2.7% | 91% |
| Unamortized net premiums (discounts) | - | 108 | 108 | | | (2,498) | 634 | (1,864) | | |
| Unamortized finance costs | - | (36) | (36) | | | (8,458) | (1,980) | (10,438) | | |
| Noncontrolling interests share and Prologis Share of unconsolidated debt | $ - | $ 6,103 | $ 6,103 | | | $ 2,217,888 | $ 454,013 | $ 2,671,901 | | |
| Weighted average interest rate | - | 3.4% | 3.4% | | | 2.5% | 3.9% | 2.7% | | |
| Weighted average remaining maturity in years | - | 4.3 | 4.3 | | | 6.5 | 3.0 | 5.9 | | |

### Noncontrolling interests share of Consolidated debt by local currency

| | Unsecured | Secured | Total | % of Total |
|---|---|---|---|---|
| Dollars | $ - | $ 6,103 | $ 6,103 | 100% |
| Euro | - | - | - | - |
| GBP | - | - | - | - |
| Yen | - | - | - | - |
| CAD | - | - | - | - |
| Other | - | - | - | - |
| Total Debt | $ - | $ 6,103 | $ 6,103 | 100% |

### Prologis Share of unconsolidated debt by local currency

| | Unsecured | Secured | Total | Investment Hedges [C] | Total | % of Total |
|---|---|---|---|---|---|---|
| Dollars | $ 1,128,648 | $ 202,154 | $ 1,330,802 | $ (27,960) | $ 1,302,842 | 48% |
| Euro | 641,662 | 56,234 | 697,896 | (239,559) | 458,337 | 17% |
| GBP | - | 167,680 | 167,680 | 169,884 | 337,564 | 13% |
| Yen | 367,761 | - | 367,761 | - | 367,761 | 14% |
| CAD | - | - | - | - | - | 0% |
| Other | 79,817 | 27,945 | 107,762 | 97,635 | 205,397 | 8% |
| Total Debt | $ 2,217,888 | $ 454,013 | $ 2,671,901 | $ - | $ 2,671,901 | 100% |

A. Refer to Notes and Definitions under Non-GAAP Pro-Rata Financial Information for further explanation on how these amounts are calculated.
B. The maturity of certain unsecured debt (Prologis Share $734 million) is reflected at the extended maturity dates as the extensions are at the entity's option.
C. We manage our exposure to changes in foreign currency exchange rates using foreign currency forward contracts, including those that are accounted for as net investment hedges, to economically reduce our exposure to fluctuations in foreign currency rates. The effect is reflected in the table under Investment Hedges. See also page 28 for our market equity exposure by currency.

# Net Asset Value

## Components – Prologis Share

in thousands, except for percentages and per square foot

**Operating**

| | Square Feet | Gross Book Value | GBV per Sq Ft | Adjusted Cash NOI (Actual)* | Adjusted Cash NOI (Pro Forma)* | Annualized Adjusted Cash NOI* | Percent Occupied |
|---|---|---|---|---|---|---|---|
| **Consolidated Operating Portfolio** | | | | | | | |
| U.S. | 382,822 | $37,195,113 | $ 97 | $ 556,500 | $ 556,500 | $ 2,226,000 | 96.3% |
| Other Americas | 11,162 | 901,927 | 81 | 13,849 | 13,849 | 55,396 | 97.0% |
| Europe | 4,728 | 343,046 | 75 | 5,042 | 5,042 | 20,168 | 86.8% |
| Asia | 2,101 | 318,295 | 151 | 3,685 | 3,685 | 14,740 | 90.5% |
| Pro forma adjustments for mid-quarter acquisitions/development completions | | | | | 2,605 | 10,420 | |
| **Total consolidated operating portfolio** | **400,813** | **38,758,581** | **97** | **579,076** | **581,681** | **2,326,724** | **96.2%** |
| **Unconsolidated Operating Portfolio** | | | | | | | |
| U.S. | 29,949 | 2,784,848 | 93 | 42,403 | 42,403 | 169,612 | 94.0% |
| Other Americas | 20,021 | 1,232,902 | 62 | 24,057 | 24,057 | 96,228 | 96.7% |
| Europe | 57,621 | 5,084,189 | 88 | 76,654 | 76,654 | 306,616 | 95.9% |
| Asia | 10,222 | 1,375,525 | 135 | 17,597 | 17,597 | 70,388 | 90.7% |
| Pro forma adjustments for mid-quarter acquisitions/development completions | | | | | 1,935 | 7,740 | |
| **Total unconsolidated operating portfolio** | **117,813** | **10,477,464** | **89** | **160,711** | **162,646** | **650,584** | **95.1%** |
| **Total Operating Portfolio** | **518,626** | **$ 49,235,845** | **$ 95** | **$ 739,787** | **$ 744,327** | **$ 2,977,308** | **95.9%** |
| Additional bad debt expense over normalized run rate | | | | | 2,500 | 10,000 | |
| **Total Operating Portfolio, including adjustment** | | | | | **$ 746,827** | **$ 2,987,308** | |

**Development**

| | Square Feet | Investment Balance | TEI | TEI per Sq Ft | Annualized Estimated NOI | Percent Occupied |
|---|---|---|---|---|---|---|
| **Consolidated** | | | | | | |
| **Prestabilized** | | | | | | |
| U.S. | 4,186 | $ 357,120 | $ 432,780 | $ 103 | $ 24,746 | 7.7% |
| Other Americas | 243 | 11,189 | 14,776 | 61 | 1,197 | 0.0% |
| Europe | 2,672 | 212,953 | 252,604 | 95 | 13,782 | 18.9% |
| Asia | 1,064 | 158,510 | 162,836 | - | 9,068 | 0.0% |
| **Properties under development** | | | | | | |
| U.S. | 7,413 | 617,765 | 824,265 | 111 | 37,600 | |
| Other Americas | 673 | 36,098 | 60,570 | 90 | 3,586 | |
| Europe | 6,055 | 343,749 | 691,973 | 114 | 33,821 | |
| Asia | 4,959 | 291,416 | 897,392 | 181 | 48,851 | |
| **Total consolidated development portfolio** | **27,265** | **2,028,800** | **3,337,196** | **122** | **172,651** | |
| **Unconsolidated** | | | | | | |
| U.S. | 155 | 8,547 | 9,707 | 63 | 484 | |
| Other Americas | 357 | 10,136 | 15,782 | 44 | 1,384 | |
| Europe | 262 | 17,097 | 36,785 | 140 | 1,718 | |
| Asia | 2,962 | 102,874 | 170,459 | 58 | 9,845 | |
| **Total unconsolidated development portfolio** | **3,736** | **138,654** | **232,733** | **62** | **13,431** | |
| **Total Development Portfolio** | **31,001** | **$ 2,167,454** | **$ 3,569,929** | **$ 115** | **$ 186,082** | |
| Prologis share of est. value creation (see Capital Deployment - Development Portfolio) | | 738,412 | | | | |
| **Total Development Portfolio, including est. value creation** | | **$ 2,905,866** | | | | |

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* This is a non-GAAP financial measure. Please see our Notes and Definitions for further explanation.

# Net Asset Value

## Components - continued

in thousands

| | | |
|---|---|---|
| **Balance Sheet and Other Items** | | |
| **Other assets** | | |
| Cash and cash equivalents | | $ 940,193 |
| Restricted cash | | 41,670 |
| Accounts receivable, prepaid assets and other tangible assets | | 1,155,738 |
| Other real estate investments and gross book value of assets held for sale | | 4,238,865 |
| Value added operating properties | | 438,707 |
| Prologis receivable from unconsolidated co-investment ventures | | 256,526 |
| Investments in and advances to other unconsolidated joint ventures | | 917,072 |
| **Total other assets** | | **$ 7,988,771** |
| **Other liabilities** | | |
| Accounts payable and other current liabilities | | $ 1,119,124 |
| Deferred income taxes | | 62,295 |
| Value added tax and other tax liabilities | | 26,027 |
| Tenant security deposits | | 321,297 |
| Other liabilities | | 435,383 |
| **Total liabilities** | | **$ 1,964,126** |
| **Noncontrolling Interests and Unconsolidated** | | |
| Less: noncontrolling interests share of net tangible other assets | | $ (169,988) |
| Prologis share of unconsolidated net tangible other assets | | $ 296,918 |
| Less: noncontrolling interests share of value added operating properties | | $ - |
| Prologis share of unconsolidated value added operating properties | | $ 90,664 |
| **Land** | | |
| Current book value of land | | $ 1,754,583 |
| Less: noncontrolling interests share of the current book value of land | | $ (18,414) |
| Prologis share of book value of land in unconsolidated co-investment ventures | | $ 49,158 |
| **Strategic Capital / Development Management** | | |
| **Strategic Capital** | | |
| Third party share of asset management fees from consolidated and unconsolidated co-investment ventures (annualized) | $ 59,957 | $ 239,828 |
| Third party share of other transactional fees from consolidated and unconsolidated co-investment ventures (trailing 12 months) | 10,320 | 45,461 |
| Strategic capital expenses for asset management and other transactional fees (annualized based on actuals plus remaining forecast for the year) | (16,764) | (66,439) |
| **Total strategic capital** | **$ 53,513** | **$ 218,850** |
| **Promotes, net of expenses (trailing 12 months)** [a] | $ (11,126) | $ 174,446 |
| **Development management income (trailing 12 months)** | $ 3,632 | $ 11,264 |
| **Debt (at par) and Preferred Stock** | | |
| **Debt** | | |
| Consolidated debt | | $ 16,584,334 |
| Noncontrolling interests share of consolidated debt | | $ (6,031) |
| Prologis share of unconsolidated co-investment ventures debt | | $ 2,684,203 |
| Preferred stock | | $ 63,948 |
| **Common Stock and Limited Operating Partnership Units** | | |
| Outstanding shares of common stock and limited operating partnership units | | 759,475 |

A. For the quarter, promote cash expense was $1 million with promote amortization expense of $10 million.



Prologis Fokker Park, Oude Meer, the Netherlands

# Notes and Definitions

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# Notes and Definitions

Please refer to our annual and quarterly financial statements filed with the Securities and Exchange Commission on Forms 10-K and 10-Q and other public reports for further information about us and our business. Certain amounts from previous periods presented in the Supplemental Information have been reclassified to conform to the current presentation.

**Acquisition Price**, as presented for building acquisitions, represents economic cost. This amount includes the building purchase price plus 1) transaction closing costs, 2) due diligence costs, 3) immediate capital expenditures (including two years of property improvements and all leasing commissions and tenant improvements required to stabilize the property), 4) the effects of marking assumed debt to market and 5) the net present value of free rent and discounts, if applicable.

**Adjusted Cash NOI (Actual)** is a non-Generally Accepted Accounting Principles ("GAAP") financial measure and a component of Net Asset Value ("NAV"). It is used to assess the operating performance of our properties and enables both management and investors to estimate the fair value of our operating portfolio. A reconciliation for the most recent quarter ended of our rental income and rental expenses included in our Consolidated Statement of Income to Adjusted Cash NOI for the consolidated Operating Portfolio is as follows *(in thousands)*:

| | |
|---|---|
| Rental revenues | $ 980,148 |
| Rental expenses | (245,490) |
| NOI | 734,658 |
| Net termination fees and adjustments (a) | (6,657) |
| Less: actual NOI for development portfolio and other | (71,890) |
| Property management fees | (1,046) |
| Less: properties contributed or sold (b) | (6,379) |
| Less: noncontrolling interests share of NOI | (59,207) |
| **Prologis share of adjusted NOI for consolidated Operating Portfolio at September 30, 2020** | **589,479** |
| Straight-line rents (c) | (23,729) |
| Free rent (c) | 19,202 |
| Amortization of lease intangibles (c) | (7,003) |
| Effect of foreign currency exchange (d) | (211) |
| Less: noncontrolling interests and other | 1,338 |
| **Third quarter Adjusted Cash NOI (Actual)** | **$ 579,076** |

*(a) Net termination fees generally represent the gross fee negotiated at the time a customer is allowed to terminate its lease agreement offset by that customer's rent leveling asset or liability, if any, that has been previously recognized. Removing the net termination fees from rental income allows for the calculation of Adjusted Cash NOI (Actual) to include only rental income that is indicative of the property's recurring operating performance.*

*(b) Actual NOI for properties that were contributed or sold during the three-month period is removed.*

*(c) Straight-line rents, free rent and amortization of lease intangibles (above and below market leases) are removed from the rental income of our Operating Portfolio to allow for the calculation of a cash yield.*

*(d) Actual NOI and related adjustments are calculated in local currency and translated at the period end rate to allow for consistency with other assets and liabilities as of the reporting date.*

**Adjusted Cash NOI (Pro forma)** is a non-GAAP financial measure and consists of Adjusted Cash NOI (Actual) for the properties in our Operating Portfolio adjusted to reflect NOI for a full quarter for operating properties that were acquired or stabilized during the quarter.

**Adjusted EBITDA.** We use Adjusted EBITDA attributable to common stockholders/unitholders ("Adjusted EBITDA"), a non-GAAP financial measure, as a measure of our operating performance. The most directly comparable GAAP measure to Adjusted EBITDA is net earnings.

We calculate Adjusted EBITDA beginning with consolidated net earnings attributable to common stockholders and removing the effect of: interest expense, income taxes, depreciation and amortization, impairment charges, gains or losses from the disposition of investments in real estate (excluding development properties and land), gains from the revaluation of equity investments upon acquisition of a controlling interest, gains or losses on early extinguishment of debt and derivative contracts (including cash charges), similar adjustments we make to our FFO measures (see definition below), and other items, such as, stock based compensation and unrealized gains or losses on foreign currency and derivatives. We also include a pro forma adjustment to reflect a full period of NOI on the operating properties we acquire or stabilize during the quarter and to remove NOI on properties we dispose of during the quarter, assuming all transactions occurred at the beginning of the quarter. The pro forma adjustment also includes economic ownership changes in our ventures to reflect the full quarter at the new ownership percentage.

We believe Adjusted EBITDA provides investors relevant and useful information because it permits investors to view our operating performance, analyze our ability to meet interest payment obligations and make quarterly preferred stock dividends on an unleveraged basis before the effects of income tax, depreciation and amortization expense, gains and losses on the disposition of non-development properties and other items (outlined above), that affect comparability. While all items are not infrequent or unusual in nature, these items may result from market fluctuations that can have inconsistent effects on our results of operations. The economics underlying these items reflect market and financing conditions in the short-term but can obscure our performance and the value of our long-term investment decisions and strategies.

We calculate our Adjusted EBITDA, based on our proportionate ownership share of both our unconsolidated and consolidated ventures. We reflect our share of our Adjusted EBITDA measures for unconsolidated ventures by applying our average ownership percentage for the period to the applicable reconciling items on an entity by entity basis. We reflect our share for consolidated ventures in which we do not own 100% of the equity by adjusting our Adjusted EBITDA measures to remove the noncontrolling interests share of the applicable reconciling items based on our average ownership percentage for the applicable periods.

While we believe Adjusted EBITDA is an important measure, it should not be used alone because it excludes significant components of net earnings, such as our historical cash expenditures or future cash requirements for working capital, capital expenditures, distribution requirements, contractual commitments or interest and principal payments on our outstanding debt and is therefore limited as an analytical tool.

Our computation of Adjusted EBITDA may not be comparable to EBITDA reported by other companies in both the real estate industry and other industries. We compensate for the limitations of Adjusted EBITDA by providing investors with financial statements prepared according to GAAP, along with this detailed discussion of Adjusted EBITDA and a reconciliation to Adjusted EBITDA from consolidated net earnings attributable to common stockholders.

**Annualized Estimated NOI** for the properties in our Development Portfolio is based on current TEI multiplied by the Estimated Weighted Average Stabilized Yield.

**Assets Under Management ("AUM")** represents the estimated fair value of the real estate we own or manage through both our consolidated and unconsolidated entities. We calculate AUM by adding Investment Capacity and the third-party investors' share of the estimated fair value of the assets in the co-investment ventures to Enterprise Value.

# Notes and Definitions (continued)

**Business Line Reporting** is a non-GAAP financial measure. Core FFO and development gains are generated by our three lines of business: (i) real estate operations; (ii) strategic capital; and (iii) development. The real estate operations line of business represents total Prologis Core FFO, less the amount allocated to the Strategic Capital line of business. The amount of Core FFO allocated to the Strategic Capital line of business represents the third party share of asset management fees, Net Promotes and transactional fees that we earn from our consolidated and unconsolidated co-investment ventures less costs directly associated to our strategic capital group. Realized development gains include our share of gains on dispositions of development properties and land, net of taxes. To calculate the per share amount, the amount generated by each line of business is divided by the weighted average diluted common shares outstanding used in our Core FFO per share calculation. Management believes evaluating our results by line of business is a useful supplemental measure of our operating performance because it helps the investing public compare the operating performance of Prologis' respective businesses to other companies' comparable businesses. Prologis' computation of FFO by line of business may not be comparable to that reported by other real estate investment trusts as they may use different methodologies in computing such measures.

**Calculation of Per Share Amounts**

| in thousands, except per share amount | Three Months Ended Sept. 30, 2020 | 2019 | Nine Months Ended Sept. 30, 2020 | 2019 |
|---|---|---|---|---|
| **Net earnings** | | | | |
| Net earnings attributable to common stockholders | $ 298,695 | $ 450,639 | $ 1,192,652 | $ 1,181,470 |
| Noncontrolling interest attributable to exchangeable limited partnership units | 8,440 | 13,422 | 34,252 | 35,838 |
| **Adjusted net earnings attributable to common stockholders - Diluted** | $ 307,135 | $ 464,061 | $ 1,226,904 | $ 1,217,308 |
| Weighted average common shares outstanding - Basic | 738,194 | 630,929 | 724,876 | 630,356 |
| Incremental weighted average effect on exchange of limited partnership units | 21,110 | 18,760 | 20,960 | 19,403 |
| Incremental weighted average effect of equity awards | 5,315 | 5,570 | 5,135 | 5,059 |
| **Weighted average common shares outstanding - Diluted** | 764,619 | 655,259 | 750,971 | 654,818 |
| **Net earnings per share - Basic** | $ 0.40 | $ 0.71 | $ 1.65 | $ 1.87 |
| **Net earnings per share - Diluted** | $ 0.40 | $ 0.71 | $ 1.63 | $ 1.86 |
| **Core FFO** | | | | |
| Core FFO attributable to common stockholders/unitholders | $ 688,736 | $ 632,378 | $ 2,141,406 | $ 1,612,825 |
| Noncontrolling interest attributable to exchangeable limited partnership units | 138 | 131 | 468 | 484 |
| **Core FFO attributable to common stockholders/unitholders - Diluted** | $ 688,874 | $ 632,509 | $ 2,141,874 | $ 1,613,309 |
| Weighted average common shares outstanding - Basic | 738,194 | 630,929 | 724,876 | 630,356 |
| Incremental weighted average effect on exchange of limited partnership units | 21,110 | 18,760 | 20,960 | 19,403 |
| Incremental weighted average effect of equity awards | 5,315 | 5,570 | 5,135 | 5,059 |
| **Weighted average common shares outstanding - Diluted** | 764,619 | 655,259 | 750,971 | 654,818 |
| **Core FFO per share - Diluted** | $ 0.90 | $ 0.97 | $ 2.85 | $ 2.46 |

**Debt Covenants** are calculated in accordance with the respective debt agreements and may be different than other covenants or metrics presented. They are not calculated in accordance with the applicable Securities Exchange Commission rules. Please refer to the respective agreements for full financial covenant descriptions. Debt covenants as of the period end were as follows:

| | Indenture | | Global Line | |
|---|---|---|---|---|
| | Covenant | Actual | Covenant | Actual |
| Leverage ratio | <60% | 27.1% | <60% | 25.6% |
| Fixed charge coverage ratio | >1.5x | 12.62x | >1.5x | 12.98x |
| Secured debt leverage ratio | <40% | 1.1% | <40% | 1.0% |
| Unencumbered asset to unsecured debt ratio | >150% | 325.0% | N/A | N/A |
| Unencumbered debt service coverage ratio | N/A | N/A | >150% | 1260.6% |

# Notes and Definitions (continued)

**Debt Metrics.** We evaluate the following debt metrics to monitor the strength and flexibility of our capital structure and evaluate the performance of our management. Investors can utilize these metrics to make a determination about our ability to service or refinance our debt. See below for the calculations.

| dollars in thousands | Three Months Ended Sept. 30, 2020 | Jun. 30, 2020 |
|---|---|---|
| *Debt as a % of gross real estate assets:* | | |
| Consolidated debt (at par) | $ 16,584,334 | $ 15,714,014 |
| Noncontrolling interests share of consolidated debt (at par) | (6,031) | (6,287) |
| Prologis share of unconsolidated debt (at par) | 2,684,203 | 2,462,519 |
| Total Prologis share of debt (at par) | 19,262,506 | 18,170,246 |
| Prologis share of outstanding foreign currency derivatives | (12,566) | (16,991) |
| Consolidated cash and cash equivalents | (940,193) | (549,129) |
| Noncontrolling interests share of consolidated cash and cash equivalents | 21,036 | 89,467 |
| Prologis share of unconsolidated cash and cash equivalents | (158,890) | (219,053) |
| Total Prologis share of debt, net of adjustments | $ 18,171,893 | $ 17,474,540 |
| Consolidated gross real estate assets | 52,473,783 | 52,211,074 |
| Noncontrolling interests share of consolidated gross real estate assets | (3,886,462) | (3,876,011) |
| Prologis share of unconsolidated gross real estate assets | 10,866,344 | 10,083,819 |
| Total Prologis share of gross real estate assets | $ 59,453,665 | $ 58,418,882 |
| **Debt as a % of gross real estate assets** | **30.6%** | **29.9%** |
| *Debt as a % of gross Market Capitalization:* | | |
| Total Prologis share of debt, net of adjustments | $ 18,171,893 | $ 17,474,540 |
| Total outstanding common stock and limited partnership units | 759,475 | 759,684 |
| Share price at quarter end | $ 100.62 | $ 93.33 |
| Total equity capitalization | $ 76,418,375 | $ 70,901,308 |
| Total Prologis share of debt, net of adjustments | 18,171,893 | 17,474,540 |
| Gross Market Capitalization | $ 94,590,268 | $ 88,375,848 |
| **Debt as a % of gross Market Capitalization** | **19.2%** | **19.8%** |
| *Secured debt as a % of gross real estate assets:* | | |
| Consolidated secured debt (at par) | $ 646,212 | $ 650,728 |
| Noncontrolling interests share of consolidated secured debt (at par) | (6,031) | (6,287) |
| Prologis share of unconsolidated secured debt (at par) | 455,359 | 495,446 |
| Total Prologis share of secured debt (at par) | $ 1,095,540 | $ 1,139,887 |
| Total Prologis share of gross real estate assets | $ 59,453,665 | $ 58,418,882 |
| **Secured debt as a % of gross real estate assets** | **1.8%** | **2.0%** |
| *Unencumbered gross real estate assets to unsecured debt:* | | |
| Consolidated unencumbered gross real estate assets | $ 50,803,773 | $ 50,565,251 |
| Noncontrolling interests share of consolidated unencumbered gross real estate assets | (3,825,676) | (3,815,075) |
| Prologis share of unconsolidated unencumbered gross real estate assets | 9,388,948 | 8,533,117 |
| Total Prologis share of unencumbered gross real estate assets | $ 56,367,045 | $ 55,283,293 |
| Consolidated unsecured debt (at par) | 15,938,022 | 15,063,286 |
| Noncontrolling interests share of consolidated unsecured debt (at par) | - | - |
| Prologis share of unconsolidated unsecured debt (at par) | 2,228,844 | 1,967,073 |
| Total Prologis share of unsecured debt (at par) | $ 18,166,866 | $ 17,030,359 |
| **Unencumbered gross real estate assets to unsecured debt** | **310.3%** | **324.6%** |

| dollars in thousands | Three Months Ended Sept. 30, 2020 | Jun. 30, 2020 |
|---|---|---|
| *Fixed Charge Coverage ratio:* | | |
| Adjusted EBITDA | $ 979,523 | $ 1,110,666 |
| Adjusted EBITDA-annualized including trailing 12 months of development gains and excluding net promotes(a) | $ 4,012,287 | $ 3,894,199 |
| Net promotes for the trailing 12 months | 174,446 | 298,585 |
| Adjusted EBITDA-annualized | $ 4,186,733 | $ 4,192,784 |
| Pro forma adjustment annualized | 7,236 | (9,576) |
| Adjusted EBITDA, including NOI from disposed properties, annualized | $ 4,193,969 | $ 4,183,208 |
| Interest expense | $ 80,711 | $ 81,298 |
| Amortization and write-off of deferred loan costs | (3,624) | (3,620) |
| Amortization of debt premiums, net | 1,522 | 1,330 |
| Capitalized interest | 10,320 | 10,503 |
| Preferred stock dividends | 1,652 | 1,634 |
| Noncontrolling interests share of consolidated fixed charges | (62) | (73) |
| Prologis share of unconsolidated fixed charges | 18,279 | 16,741 |
| Total Prologis share of fixed charges | $ 108,798 | $ 107,813 |
| Total Prologis share of fixed charges, annualized | $ 435,192 | $ 431,252 |
| **Fixed charge coverage ratio** | **9.64** | **9.70** |
| *Debt to Adjusted EBITDA:* | | |
| Total Prologis share of debt, net of adjustments | $ 18,171,893 | $ 17,474,540 |
| Adjusted EBITDA-annualized | $ 4,186,733 | $ 4,192,784 |
| **Debt to Adjusted EBITDA ratio** | **4.34** | **4.17** |

(a) *Prologis share of gains on dispositions of development properties for the trailing 12 months was $586.6 million and $516.3 million for the current quarter and the previous quarter, respectively.*

**Development Portfolio** includes industrial properties, yards and parking lots that are under development and industrial properties that are developed but have not met Stabilization. At September 30, 2020, total TEI for yards and parking lots was $78.7 million on both an Owned and Managed and Prologis Share basis. We do not disclose square footage for yards and parking lots.

**Enterprise Value** equals our Market Equity plus our share of total debt.

**Estimated Build Out (TEI and sq ft)** represents the estimated TEI and finished square feet available for lease upon completion of an industrial building on existing parcels of land.

**Estimated Value Creation** represents the value that we expect to create through our development and leasing activities. We calculate Estimated Value Creation by estimating the Stabilized NOI that the property will generate and applying a stabilized capitalization rate applicable to that property. Estimated Value Creation is calculated as the amount by which the value exceeds our TEI and does not include any fees or promotes we may earn. Estimated Value Creation for our Value-Added Properties that are sold includes the realized economic gain.

**Estimated Weighted Average Margin** is calculated on development properties as Estimated Value Creation, less estimated closing costs and taxes, if any, on properties expected to be sold or contributed, divided by TEI.

# Notes and Definitions (continued)

**Estimated Weighted Average Stabilized Yield** is calculated on the active properties in the Development Portfolio as Stabilized NOI divided by TEI. The yields on a Prologis Share basis were as follows:

| | Pre-Stabilized Developments | 2020 Expected Completion | 2021 and Thereafter Expected Completion | Total Development Portfolio |
|---|---|---|---|---|
| U.S. | 5.7% | 6.4% | 6.2% | 6.1% |
| Other Americas | 8.6% | 6.0% | 8.2% | 6.8% |
| Europe | 5.5% | 5.2% | 5.5% | 5.5% |
| Asia | 5.6% | 5.4% | 5.5% | 5.5% |
| Total | 5.7% | 6.0% | 5.6% | 5.7% |

**FFO, as modified by Prologis attributable to common stockholders/unitholders ("FFO, as modified by Prologis"); Core FFO attributable to common stockholders/unitholders ("Core FFO"); AFFO attributable to common stockholders/unitholders ("AFFO"); (collectively referred to as "FFO").** FFO is a non-GAAP financial measure that is commonly used in the real estate industry. The most directly comparable GAAP measure to FFO is net earnings.

The National Association of Real Estate Investment Trusts ("NAREIT") defines FFO as earnings computed under GAAP to exclude historical cost depreciation and gains and losses from the sales, along with impairment charges, of previously depreciated properties. We also exclude the gains on revaluation of equity investments upon acquisition of a controlling interest and the gain recognized from a partial sale of our investment, as these are similar to gains from the sales of previously depreciated properties. We exclude similar adjustments from our unconsolidated entities and the third parties' share of our consolidated co-investment ventures.

*Our FFO Measures*

Our FFO measures begin with NAREIT's definition and we make certain adjustments to reflect our business and the way that management plans and executes our business strategy. While not infrequent or unusual, the additional items we adjust for in calculating *FFO, as modified by Prologis*, *Core FFO* and *AFFO*, as defined below, are subject to significant fluctuations from period to period. Although these items may have a material impact on our operations and are reflected in our financial statements, the removal of the effects of these items allows us to better understand the core operating performance of our properties over the long term. These items have both positive and negative short-term effects on our results of operations in inconsistent and unpredictable directions that are not relevant to our long-term outlook.

We calculate our FFO measures, as defined below, based on our proportionate ownership share of both our unconsolidated and consolidated ventures. We reflect our share of our FFO measures for unconsolidated ventures by applying our average ownership percentage for the period to the applicable reconciling items on an entity by entity basis. We reflect our share for consolidated ventures in which we do not own 100% of the equity by adjusting our FFO measures to remove the noncontrolling interests share of the applicable reconciling items based on our average ownership percentage for the applicable periods.

These FFO measures are used by management as supplemental financial measures of operating performance and we believe that it is important that stockholders, potential investors and financial analysts understand the measures management uses. We do not use our FFO measures as, nor should they be considered to be, alternatives to net earnings computed under GAAP, as indicators of our operating performance, as alternatives to cash from operating activities computed under GAAP or as indicators of our ability to fund our cash needs.

We analyze our operating performance principally by the rental revenues of our real estate and the revenues from our strategic capital business, net of operating, administrative and financing expenses. This income stream is not directly impacted by fluctuations in the market value of our investments in real estate or debt securities.

*FFO, as modified by Prologis*

To arrive at *FFO, as modified by Prologis*, we adjust the NAREIT defined FFO measure to exclude the impact of foreign currency related items and deferred tax, specifically:

(i) deferred income tax benefits and deferred income tax expenses recognized by our subsidiaries;
(ii) current income tax expense related to acquired tax liabilities that were recorded as deferred tax liabilities in an acquisition, to the extent the expense is offset with a deferred income tax benefit in earnings that is excluded from our defined FFO measure;
(iii) foreign currency exchange gains and losses resulting from (a) debt transactions between us and our foreign entities, (b) third-party debt that is used to hedge our investment in foreign entities, (c) derivative financial instruments related to any such debt transactions, and (d) mark-to-market adjustments associated with other derivative financial instruments.

We use FFO, as modified by Prologis, so that management, analysts and investors are able to evaluate our performance against other REITs that do not have similar operations or operations in jurisdictions outside the U.S.

*Core FFO*

In addition to *FFO, as modified by Prologis*, we also use Core FFO. To arrive at *Core FFO*, we adjust *FFO, as modified by Prologis*, to exclude the following recurring and nonrecurring items that we recognize directly in *FFO, as modified by Prologis*:

(i) gains or losses from the disposition of land and development properties that were developed with the intent to contribute or sell;
(ii) income tax expense related to the sale of investments in real estate;
(iii) impairment charges recognized related to our investments in real estate generally as a result of our change in intent to contribute or sell these properties;
(iv) gains or losses from the early extinguishment of debt and redemption and repurchase of preferred stock; and
(v) expenses related to natural disasters.

We use Core FFO, including by segment and region, to: (i) assess our operating performance as compared to other real estate companies; (ii) evaluate our performance and the performance of our properties in comparison with expected results and results of previous periods; (iii) evaluate the performance of our management; (iv) budget and forecast future results to assist in the allocation of resources; (v) provide guidance to the financial markets to understand our expected operating performance; and (vi) evaluate how a specific potential investment will impact our future results.

*AFFO*

To arrive at AFFO, we adjust Core FFO to include realized gains from the disposition of land and development properties and recurring capital expenditures and exclude the following items that we recognize directly in Core FFO:

(i) straight-line rents;
(ii) amortization of above- and below-market lease intangibles;
(iii) amortization of management contracts;
(iv) amortization of debt premiums and discounts and financing costs, net of amounts capitalized, and;
(v) stock compensation expense.

We use AFFO to (i) assess our operating performance as compared to other real estate companies, (ii) evaluate our performance and the performance of our properties in comparison with expected results and results of previous periods, (iii) evaluate the performance of our management, (iv) budget and forecast future results to assist in the allocation of resources, and (v) evaluate how a specific potential investment will impact our future results.

*Limitations on the use of our FFO measures*

While we believe our modified FFO measures are important supplemental measures, neither NAREIT's nor our measures of FFO should be used alone because they exclude significant economic components of net earnings computed under GAAP and are, therefore, limited as an analytical tool. Accordingly, these are only a few of the many measures we use when analyzing our business. Some of the limitations are:

- The current income tax expenses that are excluded from our modified FFO measures represent the taxes that are payable.
- Depreciation and amortization of real estate assets are economic costs that are excluded from FFO. FFO is limited, as it does not reflect the cash requirements that may be necessary for future replacements of the real estate assets. Furthermore, the amortization of capital expenditures and leasing costs necessary to maintain the operating performance of logistics facilities are not reflected in FFO.
- Gains or losses from property dispositions and impairment charges related to expected dispositions represent changes in value of the properties. By excluding these gains and losses, FFO does not capture realized changes in the value of disposed properties arising from changes in market conditions.
- The deferred income tax benefits and expenses that are excluded from our modified FFO measures result from the creation of a deferred income tax asset or liability that may have to be settled at some future point. Our modified FFO measures do not currently reflect any income or expense that may result from such settlement.
- The foreign currency exchange gains and losses that are excluded from our modified FFO measures are generally recognized based on movements in foreign currency exchange rates through a specific point in time. The ultimate settlement of our foreign currency-denominated net assets is indefinite as to timing and amount. Our FFO measures are limited in that they do not reflect the current period changes in these net assets that result from periodic foreign currency exchange rate movements.
- The gains and losses on extinguishment of debt or preferred stock that we exclude from our Core FFO, may provide a benefit or cost to us as we may be settling our obligation at less or more than our future obligation.
- The natural disaster expenses that we exclude from Core FFO are costs that we have incurred.

We compensate for these limitations by using our FFO measures only in conjunction with net earnings computed under GAAP when making our decisions. This information should be read with our complete Consolidated Financial Statements prepared under GAAP. To assist investors in compensating for these limitations, we reconcile our modified FFO measures to our net earnings computed under GAAP.

**General and Administrative Expenses ("G&A").** Our property management personnel perform the property-level management of the properties in our owned and managed portfolio, which include properties we consolidate and those we manage that are owned by the unconsolidated co-investment ventures. We allocate the costs of our property management function to the properties we consolidate (included in Rental Expenses) and the properties owned by the unconsolidated co-investment ventures (included in Strategic Capital Expenses) by using the square feet owned by the respective portfolios. Strategic Capital Expenses also include the direct expenses associated with the asset management of the unconsolidated co-investment ventures provided by our employees who are assigned to our Strategic Capital segment as well as promote expenses. We do not allocate indirect costs to Strategic Capital Expenses.

We capitalize certain costs directly related to our development. Capitalized G&A expenses include salaries and related costs as well as other G&A costs. The capitalized costs were as follows:

| | Three Months Ended Sept. 30 | | Nine Months Ended Sept. 30 | |
|---|---|---|---|---|
| in thousands | 2020 | 2019 | 2020 | 2019 |
| Building and land development activities | $ 18,169 | $ 16,605 | $ 56,652 | $ 51,634 |
| Operating building improvements and other | 5,849 | 5,049 | 17,459 | 14,852 |
| **Total capitalized G&A** | **$ 24,018** | **$ 21,654** | **$ 74,111** | **$ 66,486** |

**G&A as a Percent of Assets Under Management** *(in thousands)*:

| | |
|---|---|
| Net G&A - midpoint of 2020 guidance | $ 282,500 |
| Add: estimated 2020 strategic capital expenses (excluding promote expense) | $ 142,000 |
| Less: estimated 2020 strategic capital property management expenses | $ (76,000) |
| **Adjusted G&A** | **$ 348,500** |
| Gross book value at period end (a): | |
| Operating properties | $ 82,473,106 |
| Development portfolio - TEI (b) | 4,567,000 |
| Land portfolio | 1,986,178 |
| Other real estate investments and gross book value of assets held for sale | 5,426,414 |
| **Total value of assets under management** | **$ 94,452,698** |
| **G&A as % of assets under management** | **0.37%** |

(a) *This does not represent enterprise value.*
(b) *Amount includes TEI of the active Development Portfolio and investment balance of the suspended Development Portfolio.*

# Notes and Definitions (continued)

**Guidance.** The following is a reconciliation of our annual guided Net Earnings per share to our guided Core FFO per share:

| | Low | High |
|---|---|---|
| **Net Earnings (a)** | $ 2.20 | $ 2.24 |
| Our share of: | | |
| Depreciation and amortization | 2.23 | 2.25 |
| Net gains on real estate transactions, net of taxes | (0.97) | (1.01) |
| Unrealized foreign currency gains and other, net | 0.30 | 0.30 |
| **Core FFO** | $ 3.76 | $ 3.78 |

*(a) Earnings guidance includes potential future gains recognized from real estate transactions, but excludes future foreign currency or derivative gains or losses as these items are difficult to predict.*

**IBI Activity Index** is a seasonally-adjusted diffusion index based on a monthly survey of business activity from a geographically-diverse group of respondents across the U.S. Readings greater than 50 reflect growth in activity. These are proprietary metrics for the U.S. Prologis portfolio.

**Income Taxes.**

| | Three Months Ended Sept. 30, | | Nine Months Ended Sept. 30, | |
|---|---|---|---|---|
| in thousands | 2020 | 2019 | 2020 | 2019 |
| Current income tax expense | $ 15,441 | $ 9,686 | $ 62,316 | $ 30,551 |
| Current income tax expense on dispositions | 49 | 2,866 | 29,767 | 12,910 |
| Current income tax expense on dispositions related to acquired tax liabilities | 4,059 | - | 4,059 | - |
| Total current income tax expense | 19,549 | 12,552 | 96,142 | 43,461 |
| Deferred income tax expense (benefit) | (3,336) | 534 | (2,505) | 9,769 |
| Deferred income tax benefit on dispositions related to acquired tax liabilities | (4,059) | - | (4,059) | - |
| **Total income tax expense** | $ 12,154 | $ 13,086 | $ 89,578 | $ 53,230 |

**Interest Expense.**

| | Three Months Ended Sept. 30, | | Nine Months Ended Sept. 30, | |
|---|---|---|---|---|
| in thousands | 2020 | 2019 | 2020 | 2019 |
| Gross interest expense | $ 88,929 | $ 67,969 | $ 263,548 | $ 205,456 |
| Amortization of debt discounts (premiums), net | (1,522) | 900 | (5,445) | 2,574 |
| Amortization of finance costs | 3,624 | 3,323 | 11,013 | 10,068 |
| Interest expense before capitalization | 91,031 | 72,192 | 269,116 | 218,098 |
| Capitalized amounts | (10,320) | (11,948) | (31,465) | (38,225) |
| **Interest expense** | $ 80,711 | $ 60,244 | $ 237,651 | $ 179,873 |

**Investment Capacity** is our estimate of the gross real estate that could be acquired by our co-investment ventures through the use of existing equity commitments from us and our partners assuming the maximum leverage limits of the ventures.

**Lease Negotiation Gestation** is the measurement of the number of days between the first proposal exchange with the prospective customer and the final lease signing, including lease terms less than twelve months. This is for new leases in our operating portfolio only, and excludes development leasing and renewals. This measurement is the three month moving average.

**Lease Proposals** are the total initial proposals sent to prospective customers, measured by net rentable area in square feet. Includes proposals with lease terms less than twelve months, as well as customer expansions. This metric excludes development leasing and renewals.

**Market Capitalization** equals Market Equity, less liquidation preference of the preferred shares/units, plus our share of total debt.

**Market Equity** equals outstanding shares of common stock and units multiplied by the closing stock price plus the liquidation preference of the preferred shares/units.

**Net Asset Value ("NAV").** We consider NAV to be a useful supplemental measure of our operating performance because it enables both management and investors to estimate the fair value of our business. The assessment of the fair value of a particular line of our business is subjective in that it involves estimates and can be calculated using various methods. Therefore, we have presented the financial results and investments related to our business components that we believe are important in calculating our NAV but we have not presented any specific methodology nor provided any guidance on the assumptions or estimates that should be used in the calculation.

The components of NAV do not consider the potential changes in rental and fee income streams or the franchise value associated with our global operating platform, strategic capital platform or development platform.

**Net Effective Rent** is calculated at the beginning of the lease using estimated total cash rent to be received over the term and annualized. Amounts derived in a currency other than the U.S. dollar have been translated using the average rate from the previous twelve months. The per square foot number is calculated by dividing the Net Effective Rent by the occupied square feet of the lease.

**Net Operating Income ("NOI")** is a non-GAAP financial measure used to evaluate our operating performance and represents Rental Revenue less rental expenses.

**Net Promote** includes actual promote revenue earned from third party investors during the period, net of related cash and stock compensation expenses.

**Non-GAAP Pro-Rata Financial Information.** This information includes non-GAAP financial measures. The Prologis share of unconsolidated co-investment ventures are derived on an entity-by-entity basis by applying our ownership percentage to each line item in the GAAP financial statements of these ventures to calculate our share of that line item. For purposes of balance sheet data, we use our ownership percentage at the end of the period and for operating information we use our average ownership percentage during the period consistent with how we calculate our share of net earnings (loss) during the period for our consolidated financial statements. We use a similar calculation to derive the noncontrolling interests' share of each line item in our consolidated financial statements.

We believe this form of presentation offers insights into the financial performance and condition of our company as a whole, given the significance of our co-investment ventures that are accounted for either under the equity method or consolidated with the third parties' share included in noncontrolling interests, although the presentation of such information may not accurately depict the legal and economic implications of holding a non-controlling interest in the co-investment venture. Other companies may calculate their proportionate interest differently than we do, limiting the usefulness as a comparative measure.

# Notes and Definitions (continued)

We do not control the unconsolidated co-investment ventures for purposes of GAAP and the presentation of the assets and liabilities and revenues and expenses do not represent a legal claim to such items. The operating agreements of the unconsolidated co-investment ventures generally provide that investors, including Prologis, may receive cash distributions (1) to the extent there is available cash from operations, (2) upon a capital event, such as a refinancing or sale, or (3) upon liquidation of the venture. The amount of cash each investor receives is based upon specific provisions of each operating agreement and varies depending on factors including the amount of capital contributed by each investor and whether any contributions are entitled to priority distributions. Upon liquidation of the co-investment venture and after all liabilities, priority distributions and initial equity contributions have been repaid, the investors generally would be entitled to any residual cash remaining based on their respective legal ownership percentages.

Because of these limitations, the Non-GAAP Pro-Rata Financial Information should not be considered in isolation or as a substitute for our consolidated financial statements as reported under GAAP.

**Operating Portfolio** represents industrial properties in our owned and managed portfolio that have reached Stabilization. Prologis share of NOI excludes termination fees and adjustments and includes NOI for the properties contributed to or acquired from co-investment ventures at our actual share prior to and subsequent to change in ownership. The markets presented represent markets that are generally greater than 1% of Prologis share of NOI. Assets held for sale are excluded from the portfolio.

**Prologis Share** represents our proportionate economic ownership of each entity included in our total owned and managed portfolio whether consolidated or unconsolidated.

**Rental Revenue.**

| | Three Months Ended Sept. 30, | | Nine Months Ended Sept. 30, | |
|---|---|---|---|---|
| in thousands | 2020 | 2019 | 2020 | 2019 |
| Rental revenues | $ 715,830 | $ 521,725 | $2,062,320 | $1,540,028 |
| Rental recoveries | 226,858 | 161,630 | 646,809 | 485,872 |
| Amortization of lease intangibles | 4,781 | 4,043 | 12,638 | 12,568 |
| Straight-lined rents | 32,679 | 23,067 | 81,554 | 69,493 |
| **Rental Revenue** | $ 980,148 | $ 710,465 | $2,803,321 | $2,107,961 |

The following is our Owned and Managed collection and deferral information as of October 19, 2020:

| | Jul. | Aug. | Sept. | Q3 | Oct. |
|---|---|---|---|---|---|
| in thousands | 2020 | 2020 | 2020 | 2020 | 2020 |
| Cash collections | 98.8% | 98.7% | 97.7% | 98.4% | 93.3% |
| Deferred | 0.8% | 0.4% | 0.5% | 0.6% | 0.1% |
| **Total collections** | 99.6% | 99.1% | 98.2% | 99.0% | 93.4% |

**Rent Change (Cash)** represents the percentage change in starting rental rates per the lease agreement, on new and renewed leases, commenced during the period compared with the previous ending rental rates in that same space. This measure excludes any short-term leases of less than one-year, holdover payments, free rent periods and introductory (teaser rates) defined as 50% or less of the stabilized rate.

**Rent Change (Net Effective)** represents the percentage change in net effective rental rates (average rate over the lease term), on new and renewed leases, commenced during the period compared with the previous net effective rental rates in that same space. This measure excludes any short-term leases of less than one year and holdover payments.

**Retention** is the square footage of all leases commenced during the period that are rented by existing tenants divided by the square footage of all expiring and in-place leases during the reporting period. The square footage of tenants that default or buy-out prior to expiration of their lease and short-term leases of less than one year, are not included in the calculation.

**Same Store.** Our same store metrics are non-GAAP financial measures, which are commonly used in the real estate industry and expected from the financial community, on both a net effective and cash basis. We evaluate the performance of the operating properties we own and manage using a "same store" analysis because the population of properties in this analysis is consistent from period to period, which allows us and investors to analyze our ongoing business operations. We determine our same store metrics on property NOI, which is calculated as rental revenue less rental expense for the applicable properties in the same store population for both consolidated and unconsolidated properties based on our ownership interest, as further defined below.

We define our same store population for the three months ended September 30, 2020 as the properties in our Owned and Managed operating portfolio, including the property NOI for both consolidated properties and properties owned by the unconsolidated co-investment ventures at January 1, 2019 and owned throughout the same three-month period in both 2019 and 2020. We believe the drivers of property NOI for the consolidated portfolio are generally the same for the properties owned by the ventures in which we invest and therefore we evaluate the same store metrics of the Owned and Managed portfolio based on Prologis' ownership in the properties ("Prologis Share"). The same store population excludes properties held for sale to third parties, along with development properties that were not stabilized at the beginning of the period (January 1, 2019) and properties acquired or disposed of to third parties during the period. To derive an appropriate measure of period-to-period operating performance, we remove the effects of foreign currency exchange rate movements by using the reported period-end exchange rate to translate from local currency into the U.S. dollar, for both periods.

As non-GAAP financial measures, the same store metrics have certain limitations as an analytical tool and may vary among real estate companies. As a result, we provide a reconciliation of Rental Revenues less Rental Expenses ("Property NOI") (from our Consolidated Financial Statements prepared in accordance with U.S. GAAP) to our Same Store Property NOI measures, as follows:

# Notes and Definitions (continued)

| dollars in thousands | Three Months Ended Sept. 30, 2020 | 2019 | Change (%) |
|---|---|---|---|
| Reconciliation of Consolidated Property NOI to Same Store Property NOI measures: | | | |
| Rental revenues | $ 980,148 | $ 710,465 | |
| Rental expenses | (245,490) | (180,864) | |
| **Consolidated Property NOI** | $ 734,658 | $ 529,601 | |
| *Adjustments to derive same store results:* | | | |
| Property NOI from consolidated properties not included in same store portfolio and other adjustments (a) | (255,466) | (54,972) | |
| Property NOI from unconsolidated co-investment ventures included in same store portfolio (a)(b) | 501,440 | 489,597 | |
| Third parties' share of Property NOI from properties included in same store portfolio (a)(b) | (405,473) | (399,554) | |
| **Prologis Share of Same Store Property NOI – Net Effective (b)** | $ 575,159 | $ 564,672 | 1.9% |
| Consolidated properties straight-line rent and fair value lease adjustments included in the same store portfolio (c) | (9,892) | (12,832) | |
| Unconsolidated co-investment ventures straight-line rent and fair value lease adjustments included in the same store portfolio (c) | (11,419) | (6,818) | |
| Third parties' share of straight-line rent and fair value lease adjustments included in the same store portfolio (b)(c) | 9,966 | 6,924 | |
| **Prologis Share of Same Store Property NOI – Cash (b)(c)** | $ 563,814 | $ 551,946 | 2.2% |

*(a) We exclude properties held for sale to third parties, along with development properties that were not stabilized at the beginning of the period and properties acquired or disposed of to third parties during the period. We also exclude net termination and renegotiation fees to allow us to evaluate the growth or decline in each property's rental revenues without regard to one-time items that are not indicative of the property's recurring operating performance. Net termination and renegotiation fees represent the gross fee negotiated to allow a customer to terminate or renegotiate their lease, offset by the write-off of the asset recorded due to the adjustment to straight-line rents over the lease term. Same Store Property NOI is adjusted to include an allocation of property management expenses for our consolidated properties based on the property management services provided to each property (generally, based on a percentage of revenues). On consolidation, these amounts are eliminated and the actual costs of providing property management services are recognized as part of our consolidated rental expense.*

*(b) We include the Property NOI for the same store portfolio for both consolidated properties and properties owned by the co-investment ventures based on our investment in the underlying properties. In order to calculate our share of Same Store Property NOI from the co-investment ventures in which we own less than 100%, we use the co-investment ventures' underlying Property NOI for the same store portfolio and apply our ownership percentage at September 30, 2020 to the Property NOI for both periods, including the properties contributed during the period. We adjust the total Property NOI from the same store portfolio of the co-investment ventures by subtracting the third parties' share of both consolidated and unconsolidated co-investment ventures.*
*During the periods presented, certain wholly owned properties were contributed to a co-investment venture and are included in the same store portfolio. Neither our consolidated results nor those of the co-investment ventures, when viewed individually, would be comparable on a same store basis because of the changes in composition of the respective portfolios from period to period (e.g. the results of a contributed property are included in our consolidated results through the contribution date and in the results of the venture subsequent to the contribution date based on our ownership interest at the end of the period). As a result, only line items labeled "Prologis Share of Same Store Property NOI" are comparable period over period.*

*(c) We further remove certain noncash items (straight-line rent and amortization of fair value lease adjustments) included in the financial statements prepared in accordance with U.S. GAAP to reflect a Same Store Property NOI – Cash measure.*
*We manage our business and compensate our executives based on the same store results of our Owned and Managed portfolio at 100% as we manage our portfolio on an ownership blind basis. We calculate those results by including 100% of the properties included in our same store portfolio.*

**Same Store Average Occupancy** represents the average occupied percentage of the Same Store portfolio for the period.

**Space Utilization** is our customer's assessment of their utilization of their unit on a scale of 0-100% and is based on a monthly survey of a geographically-diverse group of respondents across the U.S.

**Stabilization** is defined as the earlier of when a property that was developed has been completed for one year or is 90% occupied. Upon Stabilization, a property is moved into our Operating Portfolio.

**Stabilized NOI** is equal to the estimated twelve months of potential gross rental revenue (base rent, including above or below market rents plus operating expense reimbursements) multiplied by 95% to adjust income to a stabilized vacancy factor of 5%, minus estimated operating expenses.

**Total Expected Investment ("TEI")** represents total estimated cost of development or expansion, including land, development and leasing costs. TEI is based on current projections and is subject to change.

**Turnover Costs** represent the estimated obligations incurred in connection with the signing of a lease; including leasing commissions and tenant improvements and are presented for leases that commenced during the period. Tenant improvements include costs to prepare a space for a new tenant or a lease renewal with the current tenant. It excludes costs for a first generation lease (i.e. a new development property) and short-term leases of less than one year.

**Value-Added Properties** are properties we have either acquired at a discount and believe we could provide greater returns post-stabilization or properties we expect to repurpose to a higher and better use.

**Weighted Average Interest Rate** is based on the effective rate, which includes the amortization of related premiums and discounts and finance costs.

**Weighted Average Stabilized Capitalization ("Cap") Rate** is calculated as Stabilized NOI divided by the Acquisition Price.

**FOR IMMEDIATE RELEASE**

## Prologis Reports Third Quarter 2020 Earnings Results

SAN FRANCISCO (October 20, 2020) – Prologis, Inc. (NYSE: PLD), the global leader in logistics real estate, reported results for the third quarter of 2020.

Net earnings per diluted share was $0.40 for the quarter compared with $0.71 for the third quarter of 2019. Core funds from operations* was $0.90 per diluted share, compared with $0.97 for the same period in 2019. Excluding net promote income, Core FFO was $0.92 in 2020 compared with $0.79 in 2019.

“Activity in our portfolio is robust and broadening – a reflection of increased demand in the quarter across multiple sectors, the adoption of e-commerce and the need for higher levels of inventory,” said Hamid R. Moghadam, chairman and CEO, Prologis. “We remain focused on addressing customer pain points through our investments in data, labor solutions, technology and innovation.”

**OPERATING PERFORMANCE**

| Owned & Managed | 3Q20 | Notes |
|---|---|---|
| Period End Occupancy | 95.6% | |
| Leases Commenced | 48.8MSF | *41.7MSF operating portfolio and 7.1MSF development portfolio.* |
| Retention | 72.8% | *Down 810bps from 2Q 2020* |

| Prologis Share | 3Q20 | Notes |
|---|---|---|
| Net Effective Rent Change | 25.9% | *Led by U.S. at 30.7%* |
| Cash Rent Change | 11.7% | |
| Cash Same Store NOI* | 2.2% | *Impacted by 110bps of lower average occupancy and 35bps of bad debt* |

**DEPLOYMENT ACTIVITY**

| Prologis Share | 3Q20 |
|---|---|
| Building Acquisitions | $195M |
| Weighted avg stabilized cap rate | 4.3% |
| Development Stabilizations | $554M |
| Estimated weighted avg yield | 6.6% |
| Estimated weighted avg margin | 47.0% |
| Estimated value creation | $260M |
| Development Starts | $392M |
| Estimated weighted avg margin | 31.4% |
| Estimated value creation | $123M |
| % Build-to-suit | 87.5% |
| Total Dispositions and Contributions | $578M |
| Weighted avg stabilized cap rate *(excluding land and other real estate)* | 4.5% |

**BALANCE SHEET & LIQUIDITY**

During the quarter, Prologis and its co-investment ventures completed $2.4 billion of debt refinancing at a weighted average rate of 1.4 percent and a weighted average term of 12 years. This activity includes a $750 million green bond issued at 1.25% in August.

Debt as a percentage of total market capitalization was 19.2 percent and the company's weighted average rate on its share of total debt was 2.1 percent with a weighted average remaining term of 9.9 years. At September 30, the company's unconsolidated co-investment ventures had liquidity of approximately $2.6 billion and a loan-to-value ratio of approximately 21 percent. The combined investment capacity of Prologis and its open-ended vehicles, at levels in line with their current credit ratings, is $13 billion.

**2020 GUIDANCE**

"Our outlook continues to improve based on results, leasing, and lower credit losses," said Thomas S. Olinger, chief financial officer, Prologis. "Year-over-year Core FFO growth is sector leading at 13.7% at the midpoint, excluding promotes, while keeping leverage flat. Additionally, we continue to maintain significant dividend coverage of 1.6x and expect 2020 free cash flow after dividends of $1.1 billion."

| 2020 GUIDANCE | January 2020 | July 2020 | Current |
|---|---|---|---|
| **Earnings (per diluted share)** | | | |
| Net Earnings | $1.98 to $2.13 | $2.06 to $2.18 | $2.20 to $2.24 |
| Core FFO* | $3.67 to $3.75 | $3.70 to $3.75 | $3.76 to $3.78 |
| **Operations** | | | |
| Year-end occupancy | 96.0% to 97.0% | 95.0% to 96.0% | 95.25% to 95.75% |
| Cash Same Store NOI* - Prologis share | 4.25% to 5.25% | 2.5% to 3.5% | 2.75% to 3.25%[1] |
| **Capital Deployment – Prologis Share (in millions)** | | | |
| Development stabilizations | $2,200 to $2,500 | $1,900 to $2,200 | $2,300 to $2,500 |
| Development starts | $2,000 to $2,400 | $800 to $1,200 | $1,600 to $2,000 |
| Building acquisitions | $500 to $700 | $500 to $600 | $700 to $800 |
| Building contributions | $600 to $900 | $700 to $900 | $1,100 to $1,200 |
| Building and land dispositions | $1,300 to $1,500 | $500 to $800 | $900 to $1,100 |
| Realized development gains | $300 to $400 | $300 to $400 | $425 to $475 |
| Net proceeds (Uses) | ($600) to ($700) | ($100) | ($300) to ($500) |
| **Strategic Capital (in millions)** | | | |
| Strategic capital revenue, excl promote revenue | $350 to $360 | $360 to $370 | $380 to $385 |
| Net promote income, incl in Core FFO* range | $115 | $150 | $158 |
| **G&A (in millions)** | | | |
| General & administrative expenses | $275 to $285 | $265 to $275 | $280 to $285 |

1. At the midpoint, this includes approximately 50 basis points of bad debt expense.

* This is a non-GAAP financial measure. See the Notes and Definitions in our supplemental information for further explanation and a reconciliation to the most directly comparable GAAP measure.

The earnings guidance described above includes potential gains recognized from real estate transactions but excludes any future or potential foreign currency or derivative gains or losses as our guidance assumes constant foreign currency rates. In reconciling from net earnings to Core FFO*, Prologis makes certain adjustments, including but not limited to real estate depreciation and amortization expense, gains (losses) recognized from real estate transactions and early extinguishment of debt, impairment charges, deferred taxes and unrealized gains or losses on foreign currency or derivative activity. The difference between the company's Core FFO* and net earnings guidance for 2020 relates predominantly to these items. Please refer to our third quarter Supplemental Information, which is available on our Investor Relations website at http://ir.prologis.com and on the SEC's website at www.sec.gov for a definition of Core FFO* and other non-GAAP measures used by Prologis, along with reconciliations of these items to the closest GAAP measure for our results and guidance.

**October 20, 2020, CALL DETAILS**

The call will take place on Tuesday, October 20, 2020, at 9:00 a.m. PT/12:00 p.m. ET. To access a live broadcast of the call, please dial +1 (833) 968-2252 (toll-free from the United States and Canada) or +1 (778) 560-2807 (from all other countries) and enter conference code 9259615. A live webcast can be accessed from the Investor Relations section of www.prologis.com.

**ABOUT PROLOGIS**

Prologis, Inc. is the global leader in logistics real estate with a focus on high-barrier, high growth markets. As of September 30, 2020, the company owned or had investments in, on a wholly owned basis or through co-investment ventures, properties and development projects expected to total approximately 976 million square feet (91 million square meters) in 19 countries. Prologis leases modern logistics facilities to a diverse base of approximately 5,500 customers principally across two major categories: business-to-business and retail/online fulfillment.

**FORWARD-LOOKING STATEMENTS**

The statements in this document that are not historical facts are forward-looking statements within the meaning of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. These forward-looking statements are based on current expectations, estimates and projections about the industry and markets in which we operate as well as management's beliefs and assumptions. Such statements involve uncertainties that could significantly impact our financial results. Words such as "expects," "anticipates," "intends," "plans," "believes," "seeks," and "estimates," including variations of such words and similar expressions, are intended to identify such forward-looking statements, which generally are not historical in nature. All statements that address operating performance, events or developments that we expect or anticipate will occur in the future — including statements relating to rent and occupancy growth, development activity, contribution and disposition activity, general conditions in the geographic areas where we operate, our debt, capital structure and financial position, our ability to form new co-investment ventures and the availability of capital in existing or new co-investment ventures — are forward-looking statements. These statements are not guarantees of future performance and involve certain risks, uncertainties and assumptions that are difficult to predict. Although we believe the expectations reflected in any forward-looking statements are based on reasonable assumptions, we can give no assurance that our expectations will be attained and, therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements. Some of the factors that may affect outcomes and results include, but are not limited to: (i) national, international, regional and local economic and political climates; (ii) changes in global financial markets, interest rates and foreign currency exchange rates; (iii) increased or unanticipated competition for our properties; (iv) risks associated with acquisitions, dispositions and development of properties; (v) maintenance of real estate investment trust status, tax structuring and changes in income tax laws and rates; (vi) availability of financing and

capital, the levels of debt that we maintain and our credit ratings; (vii) risks related to our investments in our co-investment ventures, including our ability to establish new co-investment ventures; (viii) risks of doing business internationally, including currency risks; (ix) environmental uncertainties, including risks of natural disasters; (x) risk related to the current coronavirus pandemic, and (xi) those additional factors discussed in reports filed with the Securities and Exchange Commission by us under the heading "Risk Factors." We undertake no duty to update any forward-looking statements appearing in this document except as may be required by law.

**CONTACTS**
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