INDEX TO THE CONSOLIDATED FINANCIAL STATEMENTS AND SCHEDULE III

	Page Number
Prologis, Inc. and Prologis, L.P.:	
Reports of Independent Registered Public Accounting Firm	52
Prologis, Inc.:	
Consolidated Balance Sheets	55
Consolidated Statements of Income	56
Consolidated Statements of Comprehensive Income	57
Consolidated Statements of Equity	58
Consolidated Statements of Cash Flows	59
Prologis, L.P.:	
Consolidated Balance Sheets	60
Consolidated Statements of Income	61
Consolidated Statements of Comprehensive Income	62
Consolidated Statements of Capital	63
Consolidated Statements of Cash Flows	64
Prologis, Inc. and Prologis, L.P.:	
Notes to the Consolidated Financial Statements	65
Note 1. Description of the Business	65
Note 2. Summary of Significant Accounting Policies	65
Note 3. Duke Transaction	72
Note 4. Real Estate	73
Note 5. Unconsolidated Entities	75
Note 6. Assets Held for Sale or Contribution	78
Note 7. Other Assets and Other Liabilities	78
Note 8. Debt	79
Note 9. Stockholders' Equity of Prologis, Inc.	83
Note 10. Partners' Capital of Prologis, L.P.	84
Note 11. Noncontrolling Interests	85
Note 12. Long-Term Compensation	85
Note 13. Income Taxes	88
Note 14. Earnings Per Common Share or Unit	90
Note 15. Financial Instruments and Fair Value Measurements	91
Note 16. Commitments and Contingencies	94
Note 17. Reportable Segments	94
Note 18. Supplemental Cash Flow Information	97
Note 19. Selected Quarterly Financial Data (Unaudited)	98
Schedule III — Real Estate and Accumulated Depreciation	100

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Stockholders and Board of Directors
Prologis, Inc.:

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated balance sheets of Prologis, Inc. and subsidiaries (the Company) as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, equity, and cash flows for each of the years in the three-year period ended December 31, 2024, and the related notes and financial statement schedule III (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Company as of December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2024, in conformity with U.S. generally accepted accounting principles.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the Company's internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission, and our report dated February 14, 2025 expressed an unqualified opinion on the effectiveness of the Company's internal control over financial reporting.

Basis for Opinion

These consolidated financial statements are the responsibility of the Company's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of a critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Assessment of the Company's evaluation of the expected holding period for operating properties

As discussed in Notes 2 and 4 to the consolidated financial statements, the Company had $78,279 million of operating properties as of December 31, 2024. The Company tests the recoverability of operating properties whenever events or changes in circumstances, including shortening the expected holding period of such assets, indicate that the carrying amount of these assets may not be recoverable.

We identified the assessment of the Company's evaluation of the expected holding period for certain operating properties as a critical audit matter. Subjective auditor judgment was required to assess the relevant events or changes in circumstances that the Company used to evaluate its expected holding period. A shortening of the expected holding period could indicate a potential impairment.

The following are the primary procedures we performed to address this critical audit matter. We evaluated the design and tested the operating effectiveness of certain internal controls related to determining the expected holding period of operating properties and any related changes. We evaluated the Company's expected holding period by inquiring of the Company regarding changes to the expected holding period, considering certain factors related to the current economic environment, reading minutes of the meetings of the Company's Board of Directors, reading external communications with investors and analysts, and analyzing documents prepared by the Company regarding proposed real estate transactions and potential changes to the expected holding period.

/s/ KPMG LLP

We have served as the Company's auditor since 2002.

Denver, Colorado
February 14, 2025

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Partners of Prologis, L.P. and the Board of Directors of Prologis, Inc.:
Prologis, L.P.:

Opinion on the Consolidated Financial Statements

We have audited the accompanying consolidated balance sheets of Prologis, L.P. and subsidiaries (the Operating Partnership) as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, capital, and cash flows for each of the years in the three-year period ended December 31, 2024, and the related notes and financial statement schedule III (collectively, the consolidated financial statements). In our opinion, the consolidated financial statements present fairly, in all material respects, the financial position of the Operating Partnership as of December 31, 2024 and 2023, and the results of its operations and its cash flows for each of the years in the three-year period ended December 31, 2024, in conformity with U.S. generally accepted accounting principles.

Basis for Opinion

These consolidated financial statements are the responsibility of the Operating Partnership's management. Our responsibility is to express an opinion on these consolidated financial statements based on our audits. We are a public accounting firm registered with the Public Company Accounting Oversight Board (United States) (PCAOB) and are required to be independent with respect to the Operating Partnership in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audits in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free of material misstatement, whether due to error or fraud. The Operating Partnership is not required to have, nor were we engaged to perform, an audit of its internal control over financial reporting. As part of our audits, we are required to obtain an understanding of internal control over financial reporting but not for the purpose of expressing an opinion on the effectiveness of the Operating Partnership's internal control over financial reporting. Accordingly, we express no such opinion.

Our audits included performing procedures to assess the risks of material misstatement of the consolidated financial statements, whether due to error or fraud, and performing procedures that respond to those risks. Such procedures included examining, on a test basis, evidence regarding the amounts and disclosures in the consolidated financial statements. Our audits also included evaluating the accounting principles used and significant estimates made by management, as well as evaluating the overall presentation of the consolidated financial statements. We believe that our audits provide a reasonable basis for our opinion.

Critical Audit Matter

The critical audit matter communicated below is a matter arising from the current period audit of the consolidated financial statements that was communicated or required to be communicated to the audit committee and that: (1) relates to accounts or disclosures that are material to the consolidated financial statements and (2) involved our especially challenging, subjective, or complex judgments. The communication of a critical audit matter does not alter in any way our opinion on the consolidated financial statements, taken as a whole, and we are not, by communicating the critical audit matter below, providing a separate opinion on the critical audit matter or on the accounts or disclosures to which it relates.

Assessment of the Operating Partnership's evaluation of the expected holding period for operating properties

As discussed in Notes 2 and 4 to the consolidated financial statements, the Operating Partnership had $78,279 million of operating properties as of December 31, 2024. The Operating Partnership tests the recoverability of operating properties whenever events or changes in circumstances, including shortening the expected holding period of such assets, indicate that the carrying amount of these assets may not be recoverable.

We identified the assessment of the Operating Partnership's evaluation of the expected holding period for certain operating properties as a critical audit matter. Subjective auditor judgment was required to assess the relevant events or changes in circumstances that the Operating Partnership used to evaluate its expected holding period. A shortening of the expected holding period could indicate a potential impairment.

The following are the primary procedures we performed to address this critical audit matter. We evaluated the design and tested the operating effectiveness of certain internal controls related to determining the expected holding period of operating properties and any related changes. We evaluated the Operating Partnership's expected holding period by inquiring of the Operating Partnership regarding changes to the expected holding period, considering certain factors related to the current economic environment, reading minutes of the meetings of the Board of Directors of Prologis, Inc., reading external communications with investors and analysts, and analyzing documents prepared by the Operating Partnership regarding proposed real estate transactions and potential changes to the expected holding period.

/s/ KPMG LLP

We have served as the Operating Partnership's auditor since 2002.

Denver, Colorado
February 14, 2025

REPORT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

To the Stockholders and Board of Directors
Prologis, Inc.:

Opinion on Internal Control Over Financial Reporting

We have audited Prologis, Inc. and subsidiaries' (the Company) internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission. In our opinion, the Company maintained, in all material respects, effective internal control over financial reporting as of December 31, 2024, based on criteria established in *Internal Control – Integrated Framework (2013)* issued by the Committee of Sponsoring Organizations of the Treadway Commission.

We also have audited, in accordance with the standards of the Public Company Accounting Oversight Board (United States) (PCAOB), the consolidated balance sheets of the Company as of December 31, 2024 and 2023, the related consolidated statements of income, comprehensive income, equity, and cash flows for each of the years in the three-year period ended December 31, 2024, and the related notes and financial statement schedule III (collectively, the consolidated financial statements), and our report dated February 14, 2025 expressed an unqualified opinion on those consolidated financial statements.

Basis for Opinion

The Company’s management is responsible for maintaining effective internal control over financial reporting and for its assessment of the effectiveness of internal control over financial reporting, included in the accompanying Management's Annual Report on Internal Control over Financial Reporting. Our responsibility is to express an opinion on the Company’s internal control over financial reporting based on our audit. We are a public accounting firm registered with the PCAOB and are required to be independent with respect to the Company in accordance with the U.S. federal securities laws and the applicable rules and regulations of the Securities and Exchange Commission and the PCAOB.

We conducted our audit in accordance with the standards of the PCAOB. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether effective internal control over financial reporting was maintained in all material respects. Our audit of internal control over financial reporting included obtaining an understanding of internal control over financial reporting, assessing the risk that a material weakness exists, and testing and evaluating the design and operating effectiveness of internal control based on the assessed risk. Our audit also included performing such other procedures as we considered necessary in the circumstances. We believe that our audit provides a reasonable basis for our opinion.

Definition and Limitations of Internal Control Over Financial Reporting

A company’s internal control over financial reporting is a process designed to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles. A company’s internal control over financial reporting includes those policies and procedures that (1) pertain to the maintenance of records that, in reasonable detail, accurately and fairly reflect the transactions and dispositions of the assets of the company; (2) provide reasonable assurance that transactions are recorded as necessary to permit preparation of financial statements in accordance with generally accepted accounting principles, and that receipts and expenditures of the company are being made only in accordance with authorizations of management and directors of the company; and (3) provide reasonable assurance regarding prevention or timely detection of unauthorized acquisition, use, or disposition of the company’s assets that could have a material effect on the financial statements.

Because of its inherent limitations, internal control over financial reporting may not prevent or detect misstatements. Also, projections of any evaluation of effectiveness to future periods are subject to the risk that controls may become inadequate because of changes in conditions, or that the degree of compliance with the policies or procedures may deteriorate.

/s/ KPMG LLP

Denver, Colorado
February 14, 2025

PROLOGIS, INC.

CONSOLIDATED BALANCE SHEETS
(In thousands, except per share data)

	December 31, 2024	December 31, 2023
ASSETS		
Investments in real estate properties	$ 91,246,176	$ 88,666,575
Less accumulated depreciation	12,758,159	10,931,485
Net investments in real estate properties	78,488,017	77,735,090
Investments in and advances to unconsolidated entities	10,079,448	9,543,970
Assets held for sale or contribution	248,511	461,657
Net investments in real estate	88,815,976	87,740,717
Cash and cash equivalents	1,318,591	530,388
Other assets	5,194,342	4,749,735
Total assets	**$ 95,328,909**	**$ 93,020,840**
LIABILITIES AND EQUITY		
Liabilities:		
Debt	$ 30,879,263	$ 29,000,501
Accounts payable and accrued expenses	1,769,327	1,766,018
Other liabilities	4,063,549	4,430,601
Total liabilities	36,712,139	35,197,120
Equity:		
Prologis, Inc. stockholders' equity:		
Series Q preferred stock at stated liquidation preference of $50 per share; $0.01 par value; 1,279 shares issued and outstanding and 100,000 preferred shares authorized at December 31, 2024 and 2023	63,948	63,948
Common stock; $0.01 par value; 926,283 and 924,391 shares issued and outstanding at December 31, 2024 and 2023, respectively	9,263	9,244
Additional paid-in capital	54,464,055	54,249,801
Accumulated other comprehensive loss	(120,215)	(514,201)
Distributions in excess of net earnings	(465,913)	(627,068)
Total Prologis, Inc. stockholders' equity	53,951,138	53,181,724
Noncontrolling interests	4,665,632	4,641,996
Total equity	58,616,770	57,823,720
Total liabilities and equity	**$ 95,328,909**	**$ 93,020,840**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, INC.

CONSOLIDATED STATEMENTS OF INCOME
(In thousands, except per share amounts)

	Years Ended December 31, 2024	2023	2022
Revenues:			
Rental	$ 7,514,705	$ 6,818,542	$ 4,913,171
Strategic capital	671,907	1,200,232	1,039,585
Development management and other	14,998	4,695	20,936
Total revenues	8,201,610	8,023,469	5,973,692
Expenses:			
Rental	1,765,385	1,624,793	1,205,738
Strategic capital	291,856	385,542	303,356
General and administrative	418,765	390,406	331,083
Depreciation and amortization	2,580,519	2,484,891	1,812,777
Other	47,044	53,354	40,336
Total expenses	5,103,569	4,938,986	3,693,290
Operating income before gains on real estate transactions, net	3,098,041	3,084,483	2,280,402
Gains on dispositions of development properties and land, net	413,743	462,270	597,745
Gains on other dispositions of investments in real estate, net	904,136	161,039	589,391
Operating income	4,415,920	3,707,792	3,467,538
Other income (expense):			
Earnings from unconsolidated entities, net	353,623	307,227	310,872
Interest expense	(863,932)	(641,332)	(309,037)
Foreign currency, derivative and other gains (losses) and other income (expense), net	208,731	87,221	241,621
Gains (losses) on early extinguishment of debt	536	3,275	(20,184)
Total other income (expense)	(301,042)	(243,609)	223,272
Earnings before income taxes	4,114,878	3,464,183	3,690,810
Total income tax expense	(166,943)	(211,038)	(135,412)
Consolidated net earnings	3,947,935	3,253,145	3,555,398
Less net earnings attributable to noncontrolling interests	216,300	193,931	190,542
Net earnings attributable to controlling interests	3,731,635	3,059,214	3,364,856
Less preferred stock dividends	5,881	5,841	6,060
Net earnings attributable to common stockholders	**$ 3,725,754**	**$ 3,053,373**	**$ 3,358,796**
Weighted average common shares outstanding – Basic	926,172	924,351	785,675
Weighted average common shares outstanding – Diluted	953,590	951,791	811,608
Net earnings per share attributable to common stockholders – Basic	**$ 4.02**	**$ 3.30**	**$ 4.28**
Net earnings per share attributable to common stockholders – Diluted	**$ 4.01**	**$ 3.29**	**$ 4.25**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, INC.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(In thousands)

	Years Ended December 31,		
	2024	**2023**	**2022**
Consolidated net earnings	$ 3,947,935	$ 3,253,145	$ 3,555,398
Other comprehensive income:			
Foreign currency translation gains (losses), net	360,874	20,763	373,405
Unrealized gains (losses) on derivative contracts, net	39,279	(92,703)	71,639
Comprehensive income	4,348,088	3,181,205	4,000,442
Net earnings attributable to noncontrolling interests	(216,300)	(193,931)	(190,542)
Other comprehensive loss (income) attributable to noncontrolling interests	(6,167)	1,348	(10,400)
Comprehensive income attributable to common stockholders	**$ 4,125,621**	**$ 2,988,622**	**$ 3,799,500**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, INC.

CONSOLIDATED STATEMENTS OF EQUITY
(In thousands)

	Preferred Stock	Common Stock: Number of Shares	Common Stock: Par Value	Additional Paid-in Capital	Accumulated Other Comprehensive Income (Loss)	Distributions in Excess of Net Earnings	Non-controlling Interests	Total Equity
Balance at January 1, 2022	**$ 63,948**	**739,827**	**$ 7,398**	**$ 35,561,608**	**$ (878,253)**	**$ (1,327,828)**	**$ 4,315,337**	**$ 37,742,210**
Consolidated net earnings	-	-	-	-	-	3,364,856	190,542	3,555,398
Effect of equity compensation plans	-	393	4	66,647	-	-	121,074	187,725
Duke Transaction, net of issuance costs	-	182,661	1,827	18,551,852	-	-	219,565	18,773,244
Capital contributions	-	-	-	-	-	-	13,295	13,295
Redemption of noncontrolling interests	-	261	2	12,445	-	-	(101,427)	(88,980)
Foreign currency translation gains (losses), net	-	-	-	-	364,725	-	8,680	373,405
Unrealized gains (losses) on derivative contracts, net	-	-	-	-	69,919	-	1,720	71,639
Reallocation of equity	-	-	-	(127,134)	-	-	127,134	-
Dividends ($3.16 per common share) and other distributions	-	-	-	(11)	-	(2,494,723)	(270,109)	(2,764,843)
Balance at December 31, 2022	**$ 63,948**	**923,142**	**$ 9,231**	**$ 54,065,407**	**$ (443,609)**	**$ (457,695)**	**$ 4,625,811**	**$ 57,863,093**
Consolidated net earnings	-	-	-	-	-	3,059,214	193,931	3,253,145
Effect of equity compensation plans	-	410	5	84,719	-	-	195,987	280,711
Capital contributions	-	-	-	-	-	-	32,157	32,157
Redemption of noncontrolling interests	-	839	8	48,349	-	-	(118,164)	(69,807)
Foreign currency translation gains (losses), net	-	-	-	-	19,867	-	896	20,763
Unrealized gains (losses) on derivative contracts, net	-	-	-	-	(90,459)	-	(2,244)	(92,703)
Reallocation of equity	-	-	-	51,328	-	-	(51,328)	-
Dividends ($3.48 per common share) and other distributions	-	-	-	(2)	-	(3,228,587)	(235,050)	(3,463,639)
Balance at December 31, 2023	**$ 63,948**	**924,391**	**$ 9,244**	**$ 54,249,801**	**$ (514,201)**	**$ (627,068)**	**$ 4,641,996**	**$ 57,823,720**
Consolidated net earnings	-	-	-	-	-	3,731,635	216,300	3,947,935
Effect of equity compensation plans	-	487	5	69,239	-	-	170,187	239,431
Capital contributions	-	-	-	-	-	-	73,094	73,094
Redemption of noncontrolling interests	-	1,405	14	80,677	-	-	(82,341)	(1,650)
Foreign currency translation gains (losses), net	-	-	-	-	355,663	-	5,211	360,874
Unrealized gains (losses) on derivative contracts, net	-	-	-	-	38,323	-	956	39,279
Reallocation of equity	-	-	-	64,070	-	-	(64,070)	-
Dividends ($3.84 per common share) and other distributions	-	-	-	268	-	(3,570,480)	(295,701)	(3,865,913)
Balance at December 31, 2024	**$ 63,948**	**926,283**	**$ 9,263**	**$ 54,464,055**	**$ (120,215)**	**$ (465,913)**	**$ 4,665,632**	**$ 58,616,770**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, INC.

CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)

	Years Ended December 31,		
	2024	**2023**	**2022**
Operating activities:			
Consolidated net earnings	$ 3,947,935	$ 3,253,145	$ 3,555,398
Adjustments to reconcile net earnings to net cash provided by (used in) operating activities:			
Straight-lined rents and amortization of above and below market leases	(644,606)	(613,005)	(267,709)
Equity-based compensation awards	231,747	267,648	175,356
Depreciation and amortization	2,580,519	2,484,891	1,812,777
Earnings from unconsolidated entities, net	(353,623)	(307,227)	(310,872)
Operating distributions from unconsolidated entities	562,475	680,192	410,483
Decrease (increase) in operating receivables from unconsolidated entities	20,532	(82,375)	(63,947)
Amortization of debt discounts and debt issuance costs, net	78,885	74,589	23,736
Gains on dispositions of development properties and land, net	(413,743)	(462,270)	(597,745)
Gains on other dispositions of investments in real estate, net	(904,136)	(161,039)	(589,391)
Unrealized foreign currency and derivative losses (gains), net	(67,335)	71,627	(92,201)
Losses (gains) on early extinguishment of debt, net	(536)	(3,275)	20,184
Deferred income tax expense (benefit)	21,161	17,708	12,638
Decrease (increase) in other assets	(341,614)	(102,610)	(71,307)
Increase (decrease) in accounts payable and accrued expenses and other liabilities	194,548	255,059	109,030
Net cash provided by (used in) operating activities	4,912,209	5,373,058	4,126,430
Investing activities:			
Real estate development	(3,206,231)	(3,399,114)	(3,118,379)
Real estate acquisitions	(2,327,605)	(4,195,714)	(2,492,108)
Duke Transaction, net of cash acquired	-	(33,009)	(92,052)
Tenant improvements and lease commissions on previously leased space	(499,927)	(388,814)	(339,234)
Property improvements	(386,481)	(303,042)	(211,358)
Proceeds from dispositions and contributions of real estate	3,790,388	1,764,322	2,063,623
Investments in and advances to unconsolidated entities	(540,559)	(284,185)	(442,366)
Return of investment from unconsolidated entities	58,339	348,276	76,994
Proceeds from the settlement of net investment hedges	16,021	37,113	59,281
Payments on the settlement of net investment hedges	(3,002)	(2,230)	(3,458)
Proceeds from repayment of notes receivable backed by real estate	-	37,000	-
Net cash provided by (used in) investing activities	(3,099,057)	(6,419,397)	(4,499,057)
Financing activities:			
Dividends paid on common and preferred stock	(3,570,480)	(3,228,589)	(2,494,723)
Noncontrolling interests contributions	73,094	21,107	13,295
Noncontrolling interests distributions	(295,701)	(235,050)	(270,109)
Settlement of noncontrolling interests	(1,650)	(69,807)	(88,980)
Tax paid with shares withheld	(30,526)	(24,536)	(27,688)
Debt and equity issuance costs paid	(30,966)	(58,660)	(45,654)
Net proceeds from (payments on) credit facilities and commercial paper	(730,077)	(567,076)	294,164
Repurchase of and payments on debt	(919,481)	(272,203)	(1,381,005)
Proceeds from the issuance of debt	4,505,830	5,755,096	4,116,489
Net cash provided by (used in) financing activities	(999,957)	1,320,282	115,789
Effect of foreign currency exchange rate changes on cash	(24,992)	(22,038)	(20,796)
Net increase (decrease) in cash and cash equivalents	788,203	251,905	(277,634)
Cash and cash equivalents, beginning of year	530,388	278,483	556,117
Cash and cash equivalents, end of year	**$ 1,318,591**	**$ 530,388**	**$ 278,483**

See Note 18 for information on noncash investing and financing activities and other information.

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, L.P.

CONSOLIDATED BALANCE SHEETS
(In thousands)

	December 31, 2024	December 31, 2023
ASSETS		
Investments in real estate properties	$ 91,246,176	$ 88,666,575
Less accumulated depreciation	12,758,159	10,931,485
Net investments in real estate properties	78,488,017	77,735,090
Investments in and advances to unconsolidated entities	10,079,448	9,543,970
Assets held for sale or contribution	248,511	461,657
Net investments in real estate	88,815,976	87,740,717
Cash and cash equivalents	1,318,591	530,388
Other assets	5,194,342	4,749,735
Total assets	**$ 95,328,909**	**$ 93,020,840**
LIABILITIES AND CAPITAL		
Liabilities:		
Debt	$ 30,879,263	$ 29,000,501
Accounts payable and accrued expenses	1,769,327	1,766,018
Other liabilities	4,063,549	4,430,601
Total liabilities	36,712,139	35,197,120
Capital:		
Partners’ capital:		
General partner – preferred	63,948	63,948
General partner – common	53,887,190	53,117,776
Limited partners – common	913,227	848,160
Limited partners – Class A common	429,358	469,561
Total partners’ capital	55,293,723	54,499,445
Noncontrolling interests	3,323,047	3,324,275
Total capital	58,616,770	57,823,720
Total liabilities and capital	**$ 95,328,909**	**$ 93,020,840**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, L.P.

CONSOLIDATED STATEMENTS OF INCOME
(In thousands, except per unit amounts)

	Years Ended December 31, 2024	2023	2022
Revenues:			
Rental	$ 7,514,705	$ 6,818,542	$ 4,913,171
Strategic capital	671,907	1,200,232	1,039,585
Development management and other	14,998	4,695	20,936
Total revenues	8,201,610	8,023,469	5,973,692
Expenses:			
Rental	1,765,385	1,624,793	1,205,738
Strategic capital	291,856	385,542	303,356
General and administrative	418,765	390,406	331,083
Depreciation and amortization	2,580,519	2,484,891	1,812,777
Other	47,044	53,354	40,336
Total expenses	5,103,569	4,938,986	3,693,290
Operating income before gains on real estate transactions, net	3,098,041	3,084,483	2,280,402
Gains on dispositions of development properties and land, net	413,743	462,270	597,745
Gains on other dispositions of investments in real estate, net	904,136	161,039	589,391
Operating income	4,415,920	3,707,792	3,467,538
Other income (expense):			
Earnings from unconsolidated entities, net	353,623	307,227	310,872
Interest expense	(863,932)	(641,332)	(309,037)
Foreign currency, derivative and other gains (losses) and other income (expense), net	208,731	87,221	241,621
Gains (losses) on early extinguishment of debt	536	3,275	(20,184)
Total other income (expense)	(301,042)	(243,609)	223,272
Earnings before income taxes	4,114,878	3,464,183	3,690,810
Total income tax expense	(166,943)	(211,038)	(135,412)
Consolidated net earnings	3,947,935	3,253,145	3,555,398
Less net earnings attributable to noncontrolling interests	123,192	116,657	98,611
Net earnings attributable to controlling interests	3,824,743	3,136,488	3,456,787
Less preferred unit distributions	5,881	5,841	6,060
Net earnings attributable to common unitholders	**$ 3,818,862**	**$ 3,130,647**	**$ 3,450,727**
Weighted average common units outstanding – Basic	941,782	939,635	799,153
Weighted average common units outstanding – Diluted	953,590	951,791	811,608
Net earnings per unit attributable to common unitholders – Basic	**$ 4.02**	**$ 3.30**	**$ 4.28**
Net earnings per unit attributable to common unitholders – Diluted	**$ 4.01**	**$ 3.29**	**$ 4.25**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, L.P.

CONSOLIDATED STATEMENTS OF COMPREHENSIVE INCOME
(In thousands)

	Years Ended December 31,		
	2024	2023	2022
Consolidated net earnings	$ 3,947,935	$ 3,253,145	$ 3,555,398
Other comprehensive income:			
Foreign currency translation gains (losses), net	360,874	20,763	373,405
Unrealized gains (losses) on derivative contracts, net	39,279	(92,703)	71,639
Comprehensive income	4,348,088	3,181,205	4,000,442
Net earnings attributable to noncontrolling interests	(123,192)	(116,657)	(98,611)
Other comprehensive loss (income) attributable to noncontrolling interests	3,651	(404)	292
Comprehensive income attributable to common unitholders	**$ 4,228,547**	**$ 3,064,144**	**$ 3,902,123**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, L.P.

CONSOLIDATED STATEMENTS OF CAPITAL
(In thousands)

	General Partner				Limited Partners				Non-controlling Interests	Total
	Preferred		Common		Common		Class A Common			
	Units	Amount	Units	Amount	Units	Amount	Units	Amount		
Balance at January 1, 2022	**1,279**	**$ 63,948**	**739,827**	**$ 33,362,925**	**12,354**	**$ 557,097**	**8,595**	**$ 360,702**	**$ 3,397,538**	**$ 37,742,210**
Consolidated net earnings	-	-	-	3,364,856	-	57,620	-	34,311	98,611	3,555,398
Effect of equity compensation plans	-	-	393	66,651	1,064	121,074	-	-	-	187,725
Duke Transaction, net of issuance costs	-	-	182,661	18,553,679	2,140	217,385	-	-	2,180	18,773,244
Capital contributions	-	-	-	-	-	-	-	-	13,295	13,295
Redemption of limited partnership units	-	-	261	12,447	(918)	(101,427)	-	-	-	(88,980)
Foreign currency translation gains (losses), net	-	-	-	364,725	-	5,785	-	3,187	(292)	373,405
Unrealized gains (losses) on derivative contracts, net	-	-	-	69,919	-	1,109	-	611	-	71,639
Reallocation of capital	-	-	-	(127,134)	-	38,931	-	88,203	-	-
Distributions ($3.16 per common unit) and other	-	-	-	(2,494,734)	-	(54,311)	-	(22,233)	(193,565)	(2,764,843)
Balance at December 31, 2022	**1,279**	**$ 63,948**	**923,142**	**$ 53,173,334**	**14,640**	**$ 843,263**	**8,595**	**$ 464,781**	**$ 3,317,767**	**$ 57,863,093**
Consolidated net earnings	-	-	-	3,059,214	-	50,490	-	26,784	116,657	3,253,145
Effect of equity compensation plans	-	-	410	84,724	1,536	195,987	-	-	-	280,711
Capital contributions	-	-	-	-	-	-	-	-	32,157	32,157
Redemption of limited partnership units	-	-	839	48,357	(1,416)	(118,164)	-	-	-	(69,807)
Foreign currency translation gains (losses), net	-	-	-	19,867	-	316	-	176	404	20,763
Unrealized gains (losses) on derivative contracts, net	-	-	-	(90,459)	-	(1,444)	-	(800)	-	(92,703)
Reallocation of capital	-	-	-	51,328	-	(52,180)	-	852	-	-
Distributions ($3.48 per common unit) and other	-	-	-	(3,228,589)	-	(70,108)	-	(22,232)	(142,710)	(3,463,639)
Balance at December 31, 2023	**1,279**	**$ 63,948**	**924,391**	**$ 53,117,776**	**14,760**	**$ 848,160**	**8,595**	**$ 469,561**	**$ 3,324,275**	**$ 57,823,720**
Consolidated net earnings	-	-	-	3,731,635	-	62,800	-	30,308	123,192	3,947,935
Effect of equity compensation plans	-	-	487	69,244	1,465	170,187	-	-	-	239,431
Capital contributions	-	-	-	-	-	-	-	-	73,094	73,094
Redemption of limited partnership units	-	-	1,405	80,691	(526)	(30,503)	(945)	(51,838)	-	(1,650)
Foreign currency translation gains (losses), net	-	-	-	355,663	-	6,028	-	2,834	(3,651)	360,874
Unrealized gains (losses) on derivative contracts, net	-	-	-	38,323	-	650	-	306	-	39,279
Reallocation of capital	-	-	-	64,070	-	(62,654)	-	(1,416)	-	-
Distributions ($3.84 per common unit) and other	-	-	-	(3,570,212)	-	(81,441)	-	(20,397)	(193,863)	(3,865,913)
Balance at December 31, 2024	**1,279**	**$ 63,948**	**926,283**	**$ 53,887,190**	**15,699**	**$ 913,227**	**7,650**	**$ 429,358**	**$ 3,323,047**	**$ 58,616,770**

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, L.P

CONSOLIDATED STATEMENTS OF CASH FLOWS
(In thousands)

	Years Ended December 31,		
	2024	**2023**	**2022**
Operating activities:			
Consolidated net earnings	$ 3,947,935	$ 3,253,145	$ 3,555,398
Adjustments to reconcile net earnings to net cash provided by (used in) operating activities:			
Straight-lined rents and amortization of above and below market leases	(644,606)	(613,005)	(267,709)
Equity-based compensation awards	231,747	267,648	175,356
Depreciation and amortization	2,580,519	2,484,891	1,812,777
Earnings from unconsolidated entities, net	(353,623)	(307,227)	(310,872)
Operating distributions from unconsolidated entities	562,475	680,192	410,483
Decrease (increase) in operating receivables from unconsolidated entities	20,532	(82,375)	(63,947)
Amortization of debt discounts and debt issuance costs, net	78,885	74,589	23,736
Gains on dispositions of development properties and land, net	(413,743)	(462,270)	(597,745)
Gains on other dispositions of investments in real estate, net	(904,136)	(161,039)	(589,391)
Unrealized foreign currency and derivative losses (gains), net	(67,335)	71,627	(92,201)
Losses (gains) on early extinguishment of debt, net	(536)	(3,275)	20,184
Deferred income tax expense (benefit)	21,161	17,708	12,638
Decrease (increase) in other assets	(341,614)	(102,610)	(71,307)
Increase (decrease) in accounts payable and accrued expenses and other liabilities	194,548	255,059	109,030
Net cash provided by (used in) operating activities	4,912,209	5,373,058	4,126,430
Investing activities:			
Real estate development	(3,206,231)	(3,399,114)	(3,118,379)
Real estate acquisitions	(2,327,605)	(4,195,714)	(2,492,108)
Duke Transaction, net of cash acquired	-	(33,009)	(92,052)
Tenant improvements and lease commissions on previously leased space	(499,927)	(388,814)	(339,234)
Property improvements	(386,481)	(303,042)	(211,358)
Proceeds from dispositions and contributions of real estate	3,790,388	1,764,322	2,063,623
Investments in and advances to unconsolidated entities	(540,559)	(284,185)	(442,366)
Return of investment from unconsolidated entities	58,339	348,276	76,994
Proceeds from the settlement of net investment hedges	16,021	37,113	59,281
Payments on the settlement of net investment hedges	(3,002)	(2,230)	(3,458)
Proceeds from repayment of notes receivable backed by real estate	-	37,000	-
Net cash provided by (used in) investing activities	(3,099,057)	(6,419,397)	(4,499,057)
Financing activities:			
Distributions paid on common and preferred units	(3,672,318)	(3,320,929)	(2,571,267)
Noncontrolling interests contributions	73,094	21,107	13,295
Noncontrolling interests distributions	(193,863)	(142,710)	(193,565)
Redemption of common limited partnership units	(1,650)	(69,807)	(88,980)
Tax paid with shares of the Parent withheld	(30,526)	(24,536)	(27,688)
Debt and equity issuance costs paid	(30,966)	(58,660)	(45,654)
Net proceeds from (payments on) credit facilities and commercial paper	(730,077)	(567,076)	294,164
Repurchase of and payments on debt	(919,481)	(272,203)	(1,381,005)
Proceeds from the issuance of debt	4,505,830	5,755,096	4,116,489
Net cash provided by (used in) financing activities	(999,957)	1,320,282	115,789
Effect of foreign currency exchange rate changes on cash	(24,992)	(22,038)	(20,796)
Net increase (decrease) in cash and cash equivalents	788,203	251,905	(277,634)
Cash and cash equivalents, beginning of year	530,388	278,483	556,117
Cash and cash equivalents, end of year	**$ 1,318,591**	**$ 530,388**	**$ 278,483**

See Note 18 for information on noncash investing and financing activities and other information.

The accompanying notes are an integral part of these Consolidated Financial Statements.

PROLOGIS, INC. AND PROLOGIS, L.P.

NOTES TO THE CONSOLIDATED FINANCIAL STATEMENTS

NOTE 1. DESCRIPTION OF THE BUSINESS

Prologis, Inc. (or the “Parent”) commenced operations as a fully integrated real estate company in 1997, elected to be taxed as a real estate investment trust (“REIT”) under the Internal Revenue Code of 1986, as amended (the “Internal Revenue Code” or “IRC”), and believes the current organization and method of operation will enable it to maintain its status as a REIT. The Parent is the general partner of Prologis, L.P. (or the “Operating Partnership” or “OP”). Through the OP, we are engaged in the ownership, acquisition, development and management of logistics facilities with a focus on key markets in 20 countries on four continents. We invest in real estate through wholly owned subsidiaries and other entities through which we co-invest with partners and investors. We maintain a significant level of ownership in these co-investment ventures, which may be consolidated or unconsolidated based on our level of control of the entity. Our current business strategy consists of two reportable segments: Real Estate (Rental Operations and Development) and Strategic Capital. Our Real Estate Segment represents the ownership, leasing and development of logistics properties. Our Strategic Capital Segment represents the management of properties owned by our unconsolidated co-investment ventures and other ventures. See Note 17 for further discussion of our business segments. Unless otherwise indicated, the Notes to the Consolidated Financial Statements apply to both the Parent and the OP. The terms “the Company,” “Prologis,” “we,” “our” or “us” means the Parent and OP collectively.

For each share of preferred or common stock the Parent issues, the OP issues a corresponding preferred or common partnership unit, as applicable, to the Parent in exchange for the contribution of the proceeds from the stock issuance. At December 31, 2024, the Parent owned a 97.57% common general partnership interest in the OP and substantially all of the preferred units in the OP. The remaining 2.43% common limited partnership interests, which include Class A common limited partnership units (“Class A Units”) in the OP, are owned by unaffiliated investors and certain current and former directors and officers of the Parent. Each partner’s percentage interest in the OP is determined based on the number of OP units held, including the number of OP units into which Class A Units are convertible, compared to total OP units outstanding at each period end and is used as the basis for the allocation of net income or loss to each partner. At the end of each reporting period, a capital adjustment is made in the OP to reflect the appropriate ownership interest for each of the common unitholders. These adjustments are reflected in the line items *Reallocation of Equity* in the Consolidated Statements of Equity of the Parent and *Reallocation of Capital* in the Consolidated Statements of Capital of the OP.

As the sole general partner of the OP, the Parent has complete responsibility and discretion in the day-to-day management and control of the OP, and we operate the Parent and the OP as one enterprise. The management of the Parent consists of the same members as the management of the OP. These members are officers of the Parent and employees of the OP or one of its subsidiaries. As general partner with control of the OP, the Parent is the primary beneficiary and therefore consolidates the OP. Because the Parent’s only significant asset is its investment in the OP, the assets and liabilities of the Parent and the OP are the same on their respective financial statements.

Information with respect to the square footage, number of buildings and acres of land is unaudited.

NOTE 2. SUMMARY OF SIGNIFICANT ACCOUNTING POLICIES

Basis of Presentation. The accompanying Consolidated Financial Statements are prepared in accordance with United States (“U.S.”) generally accepted accounting principles (“GAAP”) and are presented in our reporting currency, the U.S. dollar. Intercompany transactions with consolidated entities have been eliminated.

Consolidation. We consolidate all entities that are wholly owned and those in which we own less than 100% of the equity but control the entity, as well as any variable interest entities (“VIEs”) in which we are the primary beneficiary. We evaluate our ability to control an entity and whether the entity is a VIE and we are the primary beneficiary through consideration of substantive terms of the arrangement to identify which enterprise has the power to direct the activities of the entity that most significantly impact the entity’s economic performance and the obligation to absorb losses and the right to receive benefits from the entity.

For entities that are not defined as VIEs, we first consider whether we are the general partner or the limited partner (or the equivalent in such investments that are not structured as partnerships). We consolidate entities in which we are the general partner and the limited partners in such entities that do not have rights that would preclude control. For entities in which we are the general partner but do not control the entity as the other partners hold substantive participating or kick-out rights, we apply the equity method of accounting since, as the general partner, we have the ability to exercise significant influence over the operating and financial policies of the venture. For ventures for which we are a limited partner, or our investment is in an entity that is not structured similar to a partnership, we consider factors such as ownership interest, voting control, authority to make decisions and contractual and substantive participating rights of the partners. In instances where the factors indicate that we have a controlling financial interest in the venture, we consolidate the entity. In instances where we do not have a controlling interest in the venture, we apply the equity method of accounting when the factors indicate we have the ability to exercise significant influence over the venture.

Use of Estimates. GAAP requires us to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and revenues and expenses during the reporting period. Although we believe the assumptions and estimates we made are reasonable and appropriate, as discussed in the applicable

sections throughout the Consolidated Financial Statements, different assumptions and estimates could materially impact our reported results.

Foreign Operations. The U.S. dollar is the functional currency for our consolidated subsidiaries and unconsolidated entities operating in the U.S. and Mexico. The functional currency for our consolidated subsidiaries and unconsolidated entities operating in other countries is the principal currency in which the entity's assets, liabilities, income and expenses are denominated, which may be different from the local currency of the country of incorporation or where the entity conducts its operations. The functional currencies of entities outside of the U.S. and Mexico generally include the Brazilian real, British pound sterling, Canadian dollar, Chinese renminbi, euro, Indian rupee, Japanese yen, Singapore dollar and Swedish krona. We take part in business transactions denominated in these and other local currencies where we operate.

For our consolidated subsidiaries whose functional currency is not the U.S. dollar, we translate their financial statements into U.S. dollars at the time we consolidate those subsidiaries' financial statements. Generally, assets and liabilities are translated at the exchange rate in effect at the balance sheet date. The resulting translation adjustments are included in *Accumulated Other Comprehensive Income (Loss)* ("*AOCI/L*") in the Consolidated Balance Sheets. Certain balance sheet items, principally equity and capital-related accounts, are reflected at the historical exchange rate. Income statement accounts are translated using the average exchange rate for the period; income statement accounts that represent significant nonrecurring transactions are translated at the rate in effect at the date of the transaction. We translate our share of the net income or loss of our unconsolidated entities at the average exchange rate for the period other than significant nonrecurring transactions of the unconsolidated entities which are translated at the rate in effect at the date of the transaction.

We and certain of our consolidated subsidiaries have intercompany and third-party debt that is not denominated in the entity's functional currency. When the debt is remeasured against the functional currency of the entity, a gain or loss can result. The resulting adjustment is reflected in *Foreign Currency, Derivative and Other Gains (Losses) and Other Income (Expense), Net* in the Consolidated Statements of Income, unless it is intercompany debt that is deemed to be long-term in nature or third-party debt that has been designated as a nonderivative net investment hedge and then the adjustment is recorded as a cumulative translation adjustment in *AOCI/L*.

Acquisitions. We apply a screen test to evaluate if substantially all the fair value of the acquired property is concentrated in a single identifiable asset or group of similar identifiable assets to determine whether a transaction is accounted for as an asset acquisition or business combination. As the fair value of most of our real estate acquisitions is concentrated in either a single identifiable asset or a group of similar identifiable assets, our real estate transactions are generally accounted for as asset acquisitions, which permits the capitalization of transaction costs to the basis of the acquired property. We measure the real estate assets acquired through an asset acquisition based on their cost or total consideration exchanged. The difference between the cost and the estimated fair value (excess or bargain consideration) is allocated to the real estate properties and certain related lease intangibles on a relative fair value basis. All other assets and liabilities assumed, including debt, and real estate assets that we intend to sell in the next twelve months are recorded at fair value. At a property level, we allocate the fair value to the components which include building, land, improvements and intangible assets or liabilities related to acquired leases. Purchase price allocations for a business combination are recorded at fair value.

When we obtain control of an unconsolidated entity and the acquisition qualifies as a business combination, we account for the acquisition in accordance with the guidance for a business combination achieved in stages. We remeasure our previously held interest in the unconsolidated entity at its acquisition-date fair value and recognize any resulting gain or loss in earnings.

We allocate the purchase price using principally Level 2 and Level 3 inputs (further defined in Fair Value Measurements below) as follows:

Investments in Real Estate Properties. We value operating properties as if vacant. We estimate fair value by applying an income approach methodology using either a discounted cash flow analysis or applying a capitalization rate to the estimated net operating income, defined as rental revenues less rental expenses, of a property. Key assumptions include market rents and rent growth, and discount and capitalization rates. Estimates of future cash flows are based on a number of factors including historical operating results, known trends and market and economic conditions. We determine the discount or capitalization rate by market, based on recent transactions and other market data, and adjust if necessary based on the property characteristics. The fair value of land is generally based on relevant market data, such as a comparison of the subject site to similar parcels that have recently been sold or are currently being offered on the market for sale. At a property level, we allocate the fair value to building, land and improvements.

Lease Intangibles. We determine the portion of the purchase price related to acquired in-place leases as intangible assets and liabilities as follows:

- *Above and Below Market Leases*. We recognize an asset or liability for acquired leases with in-place rents that are higher or lower than our estimate of current market rents in each of the applicable markets. The above or below market lease intangibles are valued using a discounted cash flow approach through which we recognize the present value of the difference in cash flows between in-place and market rents. The value is recorded in either *Other Assets* or *Other Liabilities*, as appropriate, and is amortized over the remaining term of the respective leases, including any bargain renewal options, to rental revenues.

- *Foregone Rent*. We calculate the value of the revenue and recovery of costs which would be foregone during a reasonable lease-up period, if the space was vacant, in each of the applicable markets. The values are recorded in *Other Assets* and amortized over the remaining life of the respective leases to amortization expense.

- *Leasing Commissions.* We recognize an asset for leasing commissions based on our estimate of the cost to lease space in the applicable markets. The value is recorded in *Other Assets* and amortized over the remaining life of the respective leases to amortization expense.

Investments in Unconsolidated Entities. We estimate the fair value of the entity by using similar valuation methods as those used for the consolidated real estate properties and debt. We apply our ownership percentage to the estimated net asset value of the entity to determine the fair value of our investment.

Debt. We estimate the fair value of debt based on contractual future cash flows discounted using borrowing spreads and market interest rates that would be available to us for the issuance of debt with similar terms and remaining maturities. In the case of publicly traded debt, we estimate the fair value based on available market data. Any discount or premium to the principal amount is included in the carrying value and amortized to interest expense over the remaining term of the related debt using the effective interest method.

Noncontrolling Interests. We estimate the portion of the fair value of the net assets owned by third parties based on the fair value of the consolidated net assets, principally real estate properties and debt.

Working Capital. We estimate the fair value of other acquired assets and assumed liabilities using the best information available.

Fair Value Measurements. The objective of fair value is to determine the price that would be received on the sale of an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date (the exit price). We estimate fair value using available market information and valuation methodologies we believe to be appropriate for these purposes. Considerable judgment and a high degree of subjectivity are involved in developing these estimates and, accordingly, they are not necessarily indicative of amounts that we would realize on disposition. The fair value hierarchy consists of three broad levels:

- Level 1 — Quoted prices (unadjusted) in active markets for identical assets or liabilities that the entity can access at the measurement date.

- Level 2 — Inputs other than quoted prices included within Level 1 that are observable for the asset or liability, either directly or indirectly.

- Level 3 — Unobservable inputs for the asset or liability.

Fair Value Measurements on a Recurring Basis. We estimate the fair value of our financial instruments using available market information and valuation methodologies we believe to be appropriate for these purposes. We determine the fair value of our derivative financial instruments using widely accepted valuation techniques. The technique utilized depends on the type of derivative financial instrument being valued, principally foreign currency contracts and interest rate contracts, and involves the contractual term of the derivative, observable market-based inputs and implied volatilities.

We determine the fair values of our interest rate contracts using a market standard methodology of netting the discounted future fixed cash receipts and the discounted expected variable cash payments through a discounted cash flow analysis. We base the variable cash payments on an expectation of future interest rates, or forward curves, derived from observable market interest rate curves through the contractual term of the debt. We determine the fair values of our foreign currency contracts by comparing the contracted forward exchange rate to the current market exchange rate. We build a foreign exchange forward curve to determine the foreign exchange forward rate that pertains to the specific maturity date. Using this foreign exchange forward rate, spot rates and the interest rate curve of the domestic currency as inputs, we calculate the mark-to-market value of the foreign currency contract.

We incorporate credit valuation adjustments to appropriately reflect nonperformance risk for us and the respective counterparty in the fair value measurements. In adjusting the fair value of our derivative contracts for the effect of nonperformance risk, we consider the impact of netting and any applicable credit enhancements, such as collateral postings, thresholds, mutual puts and guarantees.

We have determined that the majority of the inputs used to value our derivatives fall within Level 2 of the fair value hierarchy. Although the credit valuation adjustments associated with our derivatives utilize Level 3 inputs, such as estimates of current credit spreads to evaluate the likelihood of default by us and our counterparties, we assess the significance of the impact of the credit valuation adjustments on the overall valuation of our derivative positions and have determined that the credit valuation adjustments are not significant to the overall valuation of our derivatives.

Fair Value Measurements on a Nonrecurring Basis. Assets measured at fair value on a nonrecurring basis generally consist of real estate assets and investments in unconsolidated entities that were subject to impairment charges due to our evaluation of recoverability whenever events or changes in circumstances indicate the carrying amount may not be recoverable. As discussed below, our analysis of recoverability is primarily triggered based on the shortening of the expected hold period due to our change in intent to sell a property in the near term. We estimate the fair value of our investments based on expected sales prices in the market (Level 2) or by applying an income approach methodology using a discounted cash flow analysis (Level 3).

Fair Value of Financial Instruments. We estimate the fair value of our senior notes for disclosure purposes based on quoted market prices for the same (Level 1) or similar (Level 2) issues when current quoted market prices are available. We estimate the fair value of our credit facilities, term loans, secured mortgage debt and other debt by discounting the future cash flows using rates and borrowing spreads currently available to us (Level 3).

Real Estate Assets. Real estate assets are carried at depreciated cost. We capitalize costs incurred in developing, redeveloping and improving real estate assets as part of the investment basis. We expense costs for repairs and maintenance as incurred.

Depreciation and Amortization. We charge the depreciable portions of real estate assets to depreciation expense on a straight-line basis over the respective estimated useful lives. Depreciation on development buildings commences when the asset is ready for its intended use, which we define as the earlier of when a property that was developed has been completed for one year, or is 90% occupied. We generally use the following useful lives: 5 to 7 years for capital improvements, 10 years for standard tenant improvements, 15 to 25 years for depreciable land improvements, 25 to 40 years for operating properties acquired based on the age of the building and 40 years for operating properties we develop. We depreciate building improvements on land parcels subject to land leases over the shorter of the estimated life of the building improvement or the contractual term of the underlying land lease. Capitalized leasing costs are amortized over the estimated remaining lease term. The weighted average lease term for leases that commenced during 2024, including new leases and renewals, was 64 months based on square feet.

Capitalization of Costs. During the land development and construction periods of qualifying projects, we capitalize interest costs, insurance, real estate taxes and general and administrative costs of the personnel performing the development; if such costs are incremental and identifiable to a specific activity to ready the asset for its intended use. We capitalize transaction costs related to the acquisition of land for future development and operating properties that qualify as asset acquisitions. We capitalize incremental, third-party costs incurred to successfully originate a lease that result directly from obtaining a lease and would not have been incurred if the lease had not been obtained. Leasing costs that meet the requirements for capitalization are presented as a component of *Other Assets* and all other capitalized costs are included in the investment basis of the real estate assets.

Recoverability of Real Estate Assets. We assess the carrying values of our respective long-lived assets whenever events or changes in circumstances indicate that the carrying amounts of these assets may not be fully recoverable. This assessment is primarily triggered based on the shortening of the expected hold period due to a change in our intent to sell a property in the near term. We have processes to monitor our intent with regard to our investments and the estimated disposition value in comparison to the current carrying value. If our assessment of potential triggering events indicates that the carrying value of a property that we expect to sell in the near term is not recoverable, we recognize an impairment charge for the amount by which the carrying value exceeds the current estimated fair value of the property. We determine the fair value of the property based on the estimated proceeds from disposition that are based on quoted market values, third-party appraisals or discounted cash flow models that utilize the future net operating income from the property and expected market capitalization rates. The use of projected future cash flows is based on assumptions that are consistent with our estimates of future expectations and the strategic plan we use to manage our underlying business. Changes in economic and operating conditions could impact our intent and the assumptions used in determining the fair value that could result in future impairment.

At least annually or more frequently given the presence of a triggering event, we assess the recoverability of our assets based on our intent as follows:

- for real estate properties that we intend to hold long-term; including land held for development, properties currently under development and operating properties; recoverability is assessed based on the estimated undiscounted future net operating income from the property, the terminal value and anticipated costs to develop;

- for real estate properties we intend to sell, including properties currently under development and operating properties; recoverability is assessed based on estimated proceeds from disposition that are based on the future net operating income from the property, expected market capitalization rates and anticipated costs to develop;

- for land parcels we intend to sell, recoverability is assessed based on the estimated proceeds from disposition; and

- for costs incurred related to the potential acquisition of land and operating properties and future development projects, recoverability is assessed based on the probability that the acquisition or development is likely to occur at the measurement date.

Assets Held for Sale or Contribution. We classify a property as held for sale or contribution when certain criteria are met in accordance with GAAP. Assets classified as held for sale are expected to be sold to a third party and assets classified as held for contribution are generally newly developed assets we intend to contribute to an unconsolidated co-investment venture within twelve months. When the criteria are met, the respective assets and liabilities are presented separately in the Consolidated Balance Sheets and depreciation is not recognized. Assets held for sale or contribution are reported at the lower of carrying amount or estimated fair value less costs to sell.

Investments in Unconsolidated Entities. We present our investments in certain entities generally under the equity method. We use the equity method when we have the ability to exercise significant influence over operating and financial policies of the venture but do not have control of the entity. Under the equity method, we initially recognize these investments (including advances) in the balance

sheet at our cost, including formation costs and net of deferred gains from the contribution of properties (recognized prior to January 1, 2018), if applicable. The transaction costs related to the formation of equity method investments are also capitalized. We subsequently adjust the accounts to reflect our proportionate share of net earnings or losses recognized and accumulated other comprehensive income or loss, distributions received, contributions made, sales and redemptions of our investments and certain other adjustments, as appropriate. When circumstances indicate there may have been a reduction in the value of an equity investment, we evaluate whether the loss in value is other than temporary. If we conclude it is other than temporary, we recognize an impairment charge to reflect the equity investment at fair value.

With regard to distributions from unconsolidated entities, we have elected the nature of distribution approach as the information is available to us to determine the nature of the underlying activity that generated the distributions. In accordance with the nature of distribution approach, cash flows generated from the operations of an unconsolidated entity are classified as a return on investment (cash inflow from operating activities) and cash flows that are generated from property sales, debt refinancing or sales and redemptions of our investments are classified as a return of investment (cash inflow from investing activities).

Cash and Cash Equivalents. We consider all cash on hand, demand deposits with financial institutions and short-term highly liquid investments with original maturities of three months or less to be cash equivalents. Our cash and cash equivalents are financial instruments that are exposed to concentrations of credit risk. We invest our cash with high-credit quality institutions both domestically and internationally. Cash balances may be invested in money market accounts that are not insured. We have not realized any losses of such cash investments or accounts and believe that we are not exposed to any significant credit risk.

Derivative Financial Instruments. We primarily hedge our foreign currency risk by borrowing in the currencies in which we invest. We may use derivative financial instruments, primarily foreign currency contracts to manage foreign currency exchange rate risk related to both our foreign investments and the related earnings. In addition, we occasionally use interest rate contracts to manage interest rate risk and limit the impact of future interest rate changes on earnings and cash flows, principally related to variable-rate debt and in anticipation of fixed-rate debt issuances.

We do not use derivative financial instruments for trading or speculative purposes. Each derivative transaction is customized and not exchange-traded. We recognize all derivatives at fair value within the line items *Other Assets* or *Other Liabilities*. We do not net our derivative position by counterparty for purposes of balance sheet presentation and disclosure. Management reviews our derivative positions, overall risk management strategy and hedging program, on a regular basis. We only enter into transactions that we believe will be highly effective at offsetting the underlying risk. Our use of derivatives involves the risk that counterparties may default on a derivative contract; therefore we: (i) establish exposure limits for each counterparty to minimize this risk and provide counterparty diversification; (ii) contract with counterparties that have long-term credit ratings of single-A or better; (iii) enter into master agreements that generally allow for netting of certain exposures; thereby significantly reducing the actual loss that would be incurred should a counterparty fail to perform its contractual obligations; and (iv) set minimum credit standards that become more stringent as the duration of the derivative financial instrument increases. Based on these factors, we consider the risk of counterparty default to be minimal.

Designated Derivatives. We may choose to designate our derivative financial instruments, generally foreign currency contracts to hedge our net investment in foreign operations or generally interest rate contracts to hedge future interest payments on variable debt and anticipated fixed-rate debt issuances. At inception of the transaction, we formally designate and document the derivative financial instrument as a hedge of a specific underlying exposure, the risk management objective and the strategy for undertaking the hedge transaction. We formally assess both at inception and at least quarterly thereafter, the effectiveness of our hedging transactions. Due to the high degree of effectiveness between the hedging instruments and the underlying exposures hedged, fluctuations in the value of the derivative financial instruments will generally be offset by changes in the cash flows or fair values of the underlying exposures being hedged.

Changes in the fair value of derivatives that are designated and qualify as net investment hedges of our foreign operations or cash flow hedges are recorded in *AOCI/L*. For net investment hedges, these amounts offset the translation adjustments on the underlying net assets of our foreign investments and are recorded in *AOCI/L*. This includes debt issued in a currency that is not the same functional currency of the borrowing entity that we may designate as a nonderivative net investment hedge. We compare the net equity available from our foreign investments first to the derivative financial instruments designated as net investment hedges followed by any nonderivative net investment hedges. If the total notional amount of the derivative and nonderivative financial instruments exceeds the net equity available, that excess portion is considered unhedged and the translation of that excess portion is recognized in *Foreign Currency, Derivative and Other Gains (Losses) and Other Income (Expense), Net*.

For cash flow hedges, we hedge exposure to the variability of existing cash flows and future cash flows related to variable-rate debt and anticipated fixed-rate debt issuances, respectively, typically over a period of 10 years, with a range of 5 to 30 years. We report the effective portion of the gain or loss as a component of *AOCI/L* and reclassify it to the applicable line item in the Consolidated Statements of Income, generally *Interest Expense*, over the corresponding period of the underlying hedged item. The ineffective portion of the change in fair value of a derivative financial instrument is recognized in earnings, generally *Interest Expense*, at the time the ineffectiveness occurred. To the extent the hedged forecasted interest payments on debt related to our interest rate contracts are paid off, the remaining balance in *AOCI/L* is recognized in *Interest Expense* in the Consolidated Statements of Income.

Undesignated Derivatives. We also use derivatives, such as foreign currency forwards and option contracts, that are not designated as hedges to manage foreign currency exchange rate risk related to the translation of our results of operations. The changes in fair values

of these derivatives that were not designated as hedging instruments are immediately recognized in earnings within the line item *Foreign Currency, Derivative and Other Gains (Losses) and Other Income (Expense), Net*. These gains or losses are generally offset by lower or higher earnings due to the translation at exchange rates that were different than our expectations. In addition, we may choose to not designate our interest rate contracts. If an interest rate contract is not designated as a hedge, the changes in fair value of this instrument is immediately recognized in earnings within the line item *Interest Expense* in the Consolidated Statements of Income.

Noncontrolling Interests. Noncontrolling interests represent the share of consolidated entities owned by third parties. We recognize each noncontrolling holder’s respective share of the estimated fair value of the net assets at the date of formation or acquisition. Noncontrolling interests are subsequently adjusted for the noncontrolling holder’s share of additional contributions, distributions and their share of the net earnings or losses of each respective consolidated entity. We allocate net income to noncontrolling interests based on the weighted average ownership interest during the period. The net income that is not attributable to us is reflected in the line item *Net Earnings Attributable to Noncontrolling Interests*. We do not recognize a gain or loss on ownership transactions with a consolidated entity that do not result in a change in control and recognize the difference between the carrying amount of the noncontrolling interest and the consideration paid or received as additional paid-in-capital.

Certain limited partnership interests, including OP units, are exchangeable into our common stock. Common stock issued upon exchange of a holder’s noncontrolling interest is accounted for at the carrying value of the surrendered limited partnership interest and the difference between the carrying value and the fair value of the common stock issued is recorded to additional paid-in-capital.

Revenue Recognition.
Rental Revenues and Recoveries. We lease our operating properties to customers under agreements that are classified as operating leases. We recognize the total minimum lease payments provided for under the leases on a straight-line basis over the lease term. Generally, under the terms of our leases, the majority of our rental expenses are recovered from our customers, including common area maintenance, real estate taxes and insurance. Rental expenses recovered through reimbursements received from customers are recognized in *Rental Revenues* in the Consolidated Statements of Income. We generally record amounts reimbursed by our customers (“rental recoveries”) as revenues in the period that the applicable expenses are incurred. We account for and present rental revenue and rental recoveries as a single component under *Rental Revenues* as the timing of recognition is the same, the pattern with which we transfer the right of use of the property and related services to the lessee are both on a straight-line basis and our leases qualify as operating leases. We perform credit analyses of our customers prior to the execution of our leases and continue these analyses for each individual lease on an ongoing basis in order to ensure the collectability of rental revenue. We recognize revenue to the extent that amounts are determined to be collectible.

Strategic Capital Revenues. Strategic capital revenues include revenues or fees we earn from the management services we provide to unconsolidated entities. These fees are determined in accordance with the terms specific to each arrangement and may include recurring fees such as asset management and property management fees or transactional fees for leasing, acquisition, development, construction, financing and tax services provided. We recognize these fees as we provide the services or on a cost basis for development fees.

We may also earn incentive returns (“promotes” or “promote revenues”) directly from third-party investors in the co-investment ventures based on the cumulative returns of the venture over a three-year period or the stabilization of individual development projects owned by the venture. The returns are determined by both the operating performance and real estate valuation of the venture, including highly variable inputs such as capitalization rates, market rents, interest rates and foreign currency exchange rates. As these key inputs are highly volatile and out of our control, and such volatility can materially impact our promotes period over period, we recognize promote revenues at the end of the performance period. We include the third-party investors’ share of promotes in *Strategic Capital Revenues.*

We also earn fees from ventures that we consolidate. Upon consolidation, these fees are eliminated from our earnings and the third-party investors’ share of these fees are recognized as a reduction of *Net Earnings Attributable to Noncontrolling Interests.*

Development Management and Other Revenues. Development management and other revenues principally include development and construction management fees from third parties and are recognized as we provide the services or on a cost basis.

Gains on Real Estate Transactions, Net. Throughout the Notes to the Consolidated Financial Statements, *Gains on Real Estate Transactions, Net* collectively refers to *Gains on Dispositions of Development Properties and Land, Net* and *Gains on Other Dispositions of Investments in Real Estate, Net*.

We recognize gains on the disposition of real estate when control transfers to the buyer, generally when consideration and title are exchanged and the risks and rewards of ownership transfer. We recognize losses from the disposition of real estate when known.

We recognize the entire gain attributed to contributions of real estate properties to unconsolidated entities. Prior to January 1, 2018, we recognized a gain only to the extent of third-party ownership and deferred the portion related to our ownership. Deferred gains recorded prior to adoption continue to be recognized: (i) over the useful lives of the contributed properties, aligning with the entities' recorded depreciation expense as if based on our lower carrying value; (ii) upon disposition to a third party; or (iii) if our ownership interest in an unconsolidated entity permanently decreases.

Gains on Dispositions of Development Properties and Land, Net. We present gains separately based on the type of real estate sold or contributed. We present gains on sales to third parties or contributions to our unconsolidated co-investment ventures as *Gains on*

Dispositions of Development Properties and Land, Net when the property was included in our land portfolio or when we developed the property with the intent to sell or contribute.

Gains on Other Dispositions of Investments in Real Estate, Net. We present all other gains on sales to third parties or contributions to our unconsolidated entities of primarily operating properties and other real estate transactions as *Gains on Other Dispositions of Investments in Real Estate, Net*. We also include gains or losses on the remeasurement of equity investments to fair value upon acquisition of a controlling interest if the transaction is considered the acquisition of a business and gains or losses upon the partial redemption or sale of our investment in an unconsolidated entity.

Rental Expenses. Rental expenses principally include the cost of our property management and leasing personnel, utilities, repairs and maintenance, property insurance, real estate taxes and the other costs of managing our properties. We are also a lessee of land under leases which generally meet the criteria to be accounted for as operating leases.

Strategic Capital Expenses. Strategic capital expenses generally include the direct expenses associated with the asset management of the co-investment ventures provided by our employees who are assigned to our Strategic Capital Segment and the costs of our Prologis Promote Plan (“PPP”) based on earned promotes. For further discussion on the PPP, see Note 12. In addition, in order to achieve efficiencies and economies of scale, all of our property management and leasing functions are provided by property management and leasing personnel who are assigned to our Real Estate Segment. These individuals perform the property-level management and leasing of the properties in our owned and managed portfolio, which includes properties we consolidate and those we manage that are owned by the unconsolidated co-investment ventures. We allocate the costs of our property management and leasing teams 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.

Equity-Based Compensation. We account for equity-based compensation by measuring the cost of employee services received in exchange for an award of an equity instrument based on the fair value of the award on the grant date. We recognize the cost of the award on a straight-line basis over the period during which an employee is required to provide service in exchange for the award, generally the vesting period.

Income Taxes. Under the IRC, to qualify as a REIT, we are required to distribute at least 90% of our taxable income, and meet certain income, asset and stockholder tests. REITs which meet these certain income, asset and stockholder tests are generally not required to pay federal income taxes if they distribute 100% of their taxable income. If we fail to qualify as a REIT in any taxable year, we will be subject to federal income taxes at regular corporate rates and may not be able to qualify as a REIT for the four subsequent taxable years. Even as a REIT, we may be subject to certain foreign, state and local taxes on our own income and property, and to federal income and excise taxes on our undistributed taxable income.

We have elected taxable REIT subsidiary (“TRS”) status for some of our consolidated subsidiaries. This allows us to provide services that would otherwise be considered impermissible for REITs. Many of the foreign countries in which we have operations do not recognize REITs or do not accord REIT status under their respective tax laws to our entities that operate in their jurisdiction. In the U.S., the REIT and TRS entities are subject to taxes in certain states in which we operate. Accordingly, we recognize income tax expense for the: (i) federal and state income taxes incurred by our TRSs; (ii) taxes incurred by the REIT in certain states; (iii) taxes incurred in foreign jurisdictions; and (iv) unrecognized tax benefit liabilities, including related interest and penalties.

We evaluate tax positions taken in the Consolidated Financial Statements under the interpretation for accounting for uncertainty in income taxes. As a result of this evaluation, we may recognize a tax benefit from an uncertain tax position only if it is more likely than not that the tax position will be sustained on examination by taxing authorities.

We recognize deferred income taxes in certain taxable entities. For federal income tax purposes, certain acquisitions have been treated as tax-free transactions resulting in a carry-over tax basis in assets and liabilities. For financial reporting purposes and in accordance with purchase accounting, we record all of the acquired assets and assumed liabilities based on their relative fair value at date of acquisition, as discussed above. For our taxable subsidiaries, including certain international jurisdictions, we recognize the deferred income tax liabilities that represent the tax effect of the difference between the tax basis carried over and the relative fair value of the tangible and intangible assets at date of acquisition. Any subsequent increases or decreases to the deferred income tax liability recorded in connection with these acquisitions, are reflected in earnings.

If taxable income is generated in these subsidiaries, we recognize a benefit in earnings as a result of the reversal of the deferred income tax liability previously recorded at the acquisition date and we record current income tax expense representing the entire current income tax liability. If the reversal of the deferred income tax liability results from a sale or contribution of assets, the classification of the reversal to the Consolidated Statements of Income is based on the taxability of the transaction. If the sale or contribution is of the real estate asset and results in a taxable transaction, the reversal is recorded to deferred income tax benefit. If the sale or contribution is the disposition of the entity that owns the asset, the reversal is recorded through gains.

Deferred income tax expense is generally a function of the period’s temporary differences (items that are treated differently for tax purposes than for financial reporting purposes) and the utilization of tax net operating losses (“NOL”) generated in prior years that had been previously recognized as deferred income tax assets. We provide for a valuation allowance for deferred income tax assets if we believe all or some portion of the deferred income tax asset may not be realized. Any increase or decrease in the valuation allowance

that results from a change in circumstances that causes a change in the estimated ability to realize the related deferred income tax asset is included in deferred tax expense.

Environmental Costs. We incur certain environmental remediation costs, including cleanup costs, consulting fees for environmental studies and investigations, monitoring costs, and legal costs relating to cleanup, litigation defense, and the pursuit of responsible third parties. We expense costs incurred in connection with operating properties and properties previously sold. We capitalize costs related to undeveloped land as development costs and record any expected future environmental liabilities at the time of acquisition. We maintain a liability for the estimated costs of environmental remediation expected to be incurred in connection with undeveloped land, acquired operating properties and properties previously sold that we adjust as appropriate as information becomes available.

Accounting Pronouncements.

New Accounting Standards Adopted

Segment Reporting. In November 2023, the Financial Accounting Standards Board (“FASB”) issued an Accounting Standard Update (“ASU”) to improve reportable segments disclosure requirements. The ASU requires existing annual segment disclosures to also be disclosed on an interim basis and requires additional disclosures around significant segment expenses and disclosures to identify the title and position of the Chief Operating Decision Maker ("CODM"). The standard is effective for the fiscal year ended December 31, 2024, and interim periods thereafter. We adopted this standard for the fiscal year ended December 31, 2024. The additional required disclosures were included in Note 17 and we will include these disclosures going forward on an interim basis as well.

New Accounting Standards Issued but not yet Adopted

Income Taxes. In December 2023, the FASB issued an ASU to enhance the transparency and decision usefulness of income tax disclosures on an annual basis. The ASU requires additional disclosures around income tax categories and further disaggregation of federal, state and foreign tax information and eliminates certain existing requirements. The standard is effective for the fiscal year ended December 31, 2025, on a prospective or retrospective basis. We do not expect the standard to have a material impact on our Consolidated Financial Statements as we anticipate the primary change will be additional disclosure in Note 13.

Disaggregation of Income Statement Expenses. In November 2024, the FASB issued an ASU to enhance disclosures about certain expense types in commonly presented expense captions on the Consolidated Statements of Income. The ASU requires additional disclosures that disaggregate expense captions into specific components with qualitative descriptions. This standard is effective for the fiscal year ended December 31, 2027, and interim periods thereafter, on a prospective or retrospective basis. We do not expect the standard to have a material impact on our Consolidated Financial Statements as we anticipate the primary change will be additional disclosures in our Consolidated Financial Statements.

NOTE 3. DUKE TRANSACTION

On October 3, 2022, we acquired Duke Realty Corporation and Duke Realty Limited Partnership (collectively “Duke” or the “Duke Transaction”). Through the Duke Transaction, we acquired a portfolio primarily comprised of logistics real estate assets, including 494 industrial operating properties, aggregating 144.4 million square feet, which are highly complementary to our U.S. portfolio in terms of product quality, location and growth potential in our key markets. There was approximately 15 million square feet of non-strategic operating industrial properties acquired in the Duke Transaction for which our intent is not to operate these properties long-term. These assets are classified as *Other Real Estate Investments* in the Consolidated Balance Sheets. The portfolio also included properties under development, land for future development and investments in other ventures.

The Duke Transaction was completed for $23.2 billion through the issuance of equity based on the value of the Prologis common stock and units issued of $18.8 billion, the assumption of debt of $4.2 billion and transaction costs. In connection with the transaction, each issued and outstanding share or unit held by a Duke shareholder or unitholder was converted automatically into 0.475 shares of Prologis common stock or common units of Prologis, L.P., respectively, including shares and units under Duke’s equity incentive plan that became fully vested at closing.

The aggregate equity consideration is calculated below (in millions, except price per share):

Number of Prologis shares and units issued upon conversion of Duke's shares and units at October 3, 2022	184.80
Multiplied by price of Prologis' common stock on September 30, 2022	$ 101.60
Fair value of Prologis shares and units issued	**$ 18,776**

We accounted for the Duke Transaction as an asset acquisition and as a result, the transaction costs of $239.8 million were capitalized to the basis of the acquired properties. Transaction costs included the direct costs incurred to acquire the real estate assets.

Under acquisition accounting, the total cost or total consideration exchanged is allocated to the real estate properties and related lease intangibles on a relative fair value basis. As the fair value of the properties acquired exceeded the purchase price, we allocated the bargain consideration at a property-level based on the relative fair value of the property in comparison to the total portfolio. All other

assets acquired and liabilities assumed, including debt, and real estate assets that we intend to sell in the next twelve months were recorded at fair value. The total purchase price, including transaction costs, was allocated as follows (in millions):

Net investments in real estate	$	24,915
Cash and other assets		441
Debt		(4,162)
Intangible liabilities, net of intangible assets [(1)]		(1,457)
Accounts payable, accrued expenses and other liabilities		(719)
Noncontrolling interests		(2)
Total purchase price, including transaction costs	**$**	**19,016**

(1) Intangible assets of $836.6 million and intangible liabilities of $2.3 billion were included within *Other Assets* and *Other Liabilities*, respectively, in the Consolidated Balance Sheets. The acquired lease intangibles from the Duke Transaction will be amortized over the terms of the respective leases with a weighted average remaining lease term of 64 months at acquisition.

NOTE 4. REAL ESTATE

Investments in real estate properties consisted of the following at December 31 (dollars and square feet in thousands):

	Square Feet		Number of Buildings			
	2024	2023	2024	2023	2024	2023
Operating properties:						
Buildings and improvements	643,929	630,955	2,987	2,960	$ 54,840,666	$ 52,626,191
Improved land					23,438,687	22,809,306
Development portfolio, including land costs:						
Prestabilized	5,387	13,369	19	45	813,029	1,838,805
Properties under development	18,306	26,438	66	85	2,016,584	2,528,650
Land [(1)]					4,453,522	3,775,553
Other real estate investments [(2)]					5,683,688	5,088,070
Total investments in real estate properties					91,246,176	88,666,575
Less accumulated depreciation					12,758,159	10,931,485
Net investments in real estate properties					**$ 78,488,017**	**$ 77,735,090**

(1) At December 31, 2024, and 2023, our land was comprised of 8,708 and 8,197 acres, respectively.

(2) Included in other real estate investments were principally: (i) land parcels we own and lease to third parties; (ii) renewable energy assets, including solar panels and electric vehicle chargers, and energy storage systems; (iii) non-strategic real estate assets that we do not intend to operate long term; and (iv) non-industrial real estate assets that we intend to redevelop as industrial properties or data centers.

At December 31, 2024, we had investments in real estate assets in the U.S. and other Americas (Brazil, Canada and Mexico), Europe (Belgium, the Czech Republic, France, Germany, Hungary, Italy, the Netherlands, Poland, Slovakia, Spain, Sweden and the United Kingdom ("U.K.")) and Asia (China, India, Japan and Singapore).

Acquisitions

The following table summarizes our real estate acquisition activity, excluding the Duke Transaction as discussed in Note 3, for the years ended December 31 (dollars and square feet in thousands):

	2024 [(1)]	2023 [(2)]	2022
Number of operating properties	54	85	23
Square feet	11,047	17,503	5,169
Acres of land	889	1,620	2,218
Acquisition cost of net investments in real estate, excluding other real estate investments	$ 2,144,303	$ 4,194,468	$ 1,828,256
Acquisition cost of other real estate investments	$ 596,607	$ 101,382	$ 641,168

(1) In 2024, we acquired our partners' interest in an unconsolidated venture and began consolidating the properties, including 30 operating properties aggregating 6.0 million square feet. In addition, we entered a new market in India and acquired 225 acres of land.

(2) On June 29, 2023, we acquired a real estate portfolio comprised of 70 operating properties in the U.S., aggregating 13.8 million square feet, for cash consideration of $3.1 billion.

Dispositions

The following table summarizes our dispositions of net investments in real estate which include contributions to unconsolidated co-investment ventures and dispositions to third parties for the years ended December 31 (dollars and square feet in thousands):

	2024	2023	2022
Dispositions of development properties and land, net (1)			
Number of properties	29	22	21
Square feet	8,243	8,437	7,676
Net proceeds	$ 1,479,217	$ 1,449,644	$ 1,398,585
Gains on dispositions of development properties and land, net	$ 413,743	$ 462,270	$ 597,745
Other dispositions of investments in real estate, net (2)			
Number of properties	104	25	103
Square feet	22,799	2,794	8,718
Net proceeds	$ 3,326,124	$ 641,214	$ 1,271,639
Gains on other dispositions of investments in real estate, net	$ 904,136	$ 161,039	$ 589,391

(1) The gains we recognize in *Gains on Dispositions of Development Properties and Land, Net* in the Consolidated Statements of Income are principally driven by the contribution of newly developed properties to our unconsolidated co-investment ventures and occasionally sales to a third party.

(2) In 2024, we had a significant contribution of operating properties to our unconsolidated co-investment venture in the U.S.

Leases

As a Lessor

We lease our real estate properties to customers under agreements that are classified primarily as operating leases. We recognize the total minimum lease payments provided for under the leases on a straight-line basis over the lease term. Our weighted average lease term remaining was 52 months based on square feet for all leases in effect at December 31, 2024.

The following table summarizes the minimum lease payments due from our customers on leases for space in our operating properties, prestabilized and under development properties, other real estate investments and assets held for sale or contribution at December 31, 2024 (in thousands):

2025	$ 5,397,546
2026	5,086,934
2027	4,377,403
2028	3,575,743
2029	2,761,495
Thereafter	10,190,560
Total	**$ 31,389,681**

These amounts do not reflect future rental revenue from the renewal or replacement of existing leases and exclude reimbursements of rental expenses. These amounts also exclude rental increases that are not fixed.

As a Lessee

We had approximately 190 and 135 leases, principally land and office space leases, in which we were the lessee at December 31, 2024 and 2023, respectively, which primarily qualify as operating leases with remaining lease terms of 1 to 79 years at December 31, 2024. Our lease liabilities were $615.3 million and $597.6 million at December 31, 2024, and 2023, respectively.

The following table summarizes the fixed, future minimum rental payments, excluding variable costs, for leases that had commenced at December 31, 2024, with amounts discounted at lease commencement by our incremental borrowing rates to calculate the lease liabilities of our leases (in thousands):

2025	$	65,202
2026		56,694
2027		51,578
2028		49,818
2029		38,504
Thereafter		1,218,764
Total undiscounted rental payments		1,480,560
Less imputed interest		865,255
Total lease liabilities	**$**	**615,305**

The weighted average remaining lease term for these leases was 32 years and 30 years at December 31, 2024, and 2023, respectively. We do not include renewal options in the lease term for calculating the lease liability unless we are reasonably certain we will exercise the option or the lessor has the sole ability to exercise the option. We assigned a collateralized interest rate to each lease based on the term of the lease and the currency in which the lease was denominated. The weighted average discount rate was 3.9% and 3.6% at December 31, 2024, and 2023, respectively.

NOTE 5. UNCONSOLIDATED ENTITIES

Summary of Investments

We have investments in entities through a variety of ventures. We co-invest in entities that own multiple properties with partners and investors and we provide asset management and property management services to these entities, which we refer to as co-investment ventures. These entities may be consolidated or unconsolidated depending on the structure, our partner’s participation and other rights and our level of control of the entity. This note details our investments in unconsolidated co-investment ventures, which are related parties and accounted for using the equity method of accounting. See Note 11 for more detail regarding our consolidated investments that are not wholly owned.

We also have investments in other ventures, generally with one partner, which we primarily account for using the equity method. We refer to our investments in both unconsolidated co-investment ventures and other ventures, collectively, as unconsolidated entities.

The following table summarizes our investments in and advances to unconsolidated entities at December 31 (in thousands):

		2024		2023
Unconsolidated co-investment ventures	$	9,274,762	$	8,379,265
Other ventures (1)		804,686		1,164,705
Total	**$**	**10,079,448**	**$**	**9,543,970**

(1) In 2024, we acquired our partners' interest in an unconsolidated venture and began consolidating the properties.

Unconsolidated Co-Investment Ventures

The following table summarizes our investments in the individual co-investment ventures at December 31 (dollars in thousands):

Co-Investment Venture	Ownership Percentage		Investment in and Advances to	
	2024	**2023**	**2024**	**2023**
Prologis Targeted U.S. Logistics Fund, L.P. (“USLF”)	30.5%	27.3%	$ 3,022,568	$ 2,256,939
FIBRA Prologis (1) (2)	34.6%	45.1%	1,009,357	959,421
Prologis Brazil Logistics Venture (“PBLV”) and other joint ventures (3)	20.0%	20.0%	158,676	192,987
Prologis European Logistics Fund (“PELF”)	26.3%	25.1%	2,196,180	2,098,180
Prologis European Logistics Partners (“PELP”) (3)	50.0%	50.0%	2,174,590	2,027,299
Nippon Prologis REIT, Inc. (“NPR”) (4) (5)	15.1%	15.1%	523,204	595,920
Prologis Japan Core Logistics Fund ("PJLF") (5)	16.3%	16.3%	45,976	45,736
Prologis China Core Logistics Fund, LP (“PCCLF”)	15.5%	15.5%	89,551	80,229
Prologis China Logistics Venture I, LP, II, LP and III, LP (“Prologis China Logistics Venture”) (3)	15.0%	15.0%	54,660	122,554
Total			**$ 9,274,762**	**$ 8,379,265**

(1) At December 31, 2024, we owned 555.2 million units of FIBRA Prologis that had a closing price of Ps 57.91 ($2.82) per unit on the Mexican Stock Exchange. We have granted FIBRA Prologis a right of first refusal with respect to stabilized properties that we plan to sell in Mexico.

(2) In 2024, FIBRA Prologis completed tender offers to acquire 89.9% of Terrafina, a Mexican FIBRA, through a combination of stock and cash, and began consolidating Terrafina, which owned a portfolio of 40.8 million square feet of industrial real estate properties at December 31, 2024. As a result, our ownership interest in FIBRA Prologis decreased to 34.6% at December 31, 2024.

(3) We have one partner in each of these co-investment ventures.

(4) At December 31, 2024, we owned 0.4 million units of NPR that had a closing price of ¥222,900 ($1,420) per share on the Tokyo Stock Exchange. For any properties we develop and plan to sell in Japan, we have committed to offer those properties to NPR if we determine the properties meet NPR’s investment objectives.

(5) At December 31, 2024, and 2023, we had receivables from NPR and PJLF of $146.1 million and $161.2 million, respectively, related to customer security deposits that originated through a leasing company owned by us that pertain to properties we owned previously and contributed to NPR and PJLF. We have a corresponding payable to NPR’s and PJLF's customers in *Other Liabilities*. These amounts are repaid to us as the leases turn over.

The amounts recognized in *Strategic Capital Revenues* and *Earnings from Unconsolidated Entities, Net* depend on the size, real estate valuations, operations and transactions of the unconsolidated co-investment ventures, the timing of revenues earned through promotes and transactional fees, as well as fluctuations in foreign currency exchange rates and our ownership interest. We recognized *Strategic Capital Expenses* for direct costs associated with the asset management of these ventures, allocated property-level management and leasing costs for the properties owned by the ventures and compensation expenses under the PPP. For additional discussion on the PPP, see Note 12.

The following table summarizes the *Strategic Capital Revenues* we recognized in the Consolidated Statements of Income related to our unconsolidated co-investment ventures for the years ended December 31 (in thousands):

	2024	2023	2022
Recurring fees	$ 464,292	$ 450,682	$ 455,385
Transactional fees	58,511	60,467	67,048
Promote revenue (1)	139,329	674,629	503,779
Total strategic capital revenues from unconsolidated co-investment ventures (2)	**$ 662,132**	**$ 1,185,778**	**$ 1,026,212**

(1) Includes promote revenue primarily earned in the U.S. in 2024 and 2023 and Europe in 2022.

(2) These amounts exclude strategic capital revenues from other ventures.

The following table summarizes the key property information, financial position and operating information of our unconsolidated co-investment ventures on a U.S. GAAP basis (not our proportionate share) and the amounts we recognized in the Consolidated Financial Statements related to these ventures at and for the years ended December 31 (dollars and square feet in millions):

	U.S.		Other Americas (1)		Europe		Asia		Total	
At:	2024	2023	2024	2023	2024	2023	2024	2023	2024	2023
Key property information:										
Ventures	1	1	2	2	2	2	4	4	**9**	**9**
Operating properties	767	745	391	275	1,037	1,007	241	228	**2,436**	**2,255**
Square feet	134	126	85	65	232	223	100	94	**551**	**508**
Financial position:										
Total assets ($)	13,903	11,884	7,112	4,106	23,873	23,504	9,404	10,226	**54,292**	**49,720**
Third-party debt ($)	5,399	4,185	2,242	915	6,343	5,804	3,942	3,983	**17,926**	**14,887**
Total liabilities ($)	6,466	4,930	2,422	997	8,375	7,849	4,362	4,429	**21,625**	**18,205**
Our investment balance ($) (2) (3)	3,023	2,257	1,168	1,152	4,371	4,126	713	844	**9,275**	**8,379**
Our weighted average ownership (4)	30.5 %	27.3 %	30.9 %	39.3 %	33.0 %	31.9 %	15.2 %	15.2 %	**29.0 %**	**28.1 %**

	U.S.			Other Americas (1)			Europe			Asia			Total		
Operating Information: *For the years ended:*	2024	2023	2022	2024	2023	2022	2024	2023	2022	2024	2023	2022	2024	2023	2022
Total revenues ($)	1,452	1,315	1,182	525	427	383	1,817	1,695	1,424	638	654	629	**4,432**	**4,091**	**3,618**
Net earnings ($) (3)	665	344	292	217	191	137	352	341	493	(355)	74	114	**879**	**950**	**1,036**
Our earnings from unconsolidated co-investment ventures, net ($) (3)	201	95	79	68	67	47	125	112	150	(57)	13	19	**337**	**287**	**295**

(1) PBLV and our other Brazilian joint ventures are combined as one venture for the purpose of this table.

(2) Prologis' investment balance is presented at our adjusted basis. The difference between our ownership interest of a venture's equity and our investment balance at December 31, 2024, and 2023, results principally from four types of transactions: (i) deferred gains from the contribution of property to a venture prior to January 1, 2018 ($520.0 million and $534.9 million, respectively); (ii) recording additional costs associated with our investment in the venture ($80.2 million and $91.7 million, respectively); (iii) receivables, principally for fees and promotes ($186.2 million and $199.9 million, respectively); and (iv) customer security deposits retained subsequent to property contributions to NPR and PJLF, as discussed above.

(3) During the fourth quarter of 2024, we recognized an impairment charge against our investment balance in Prologis China Logistics Venture.

(4) Represents our weighted average ownership interest in all unconsolidated co-investment ventures based on each entity's contribution of total assets before depreciation, net of other liabilities.

Equity Commitments Related to Certain Unconsolidated Co-Investment Ventures

Certain unconsolidated co-investment ventures have equity commitments from us and our venture partners. Our venture partners fulfill their equity commitment with cash. We may fulfill our equity commitment through contributions of properties or cash. The commitments are generally used for the acquisition or development of properties but may be used for the repayment of debt or other general uses. The venture may obtain financing for the acquisition of properties and therefore the acquisition price of additional investments that the venture could make may be more than the equity commitment. Depending on market conditions, the investment objectives of the ventures, our liquidity needs and other factors, we may make additional contributions of properties or additional cash investments in these ventures.

At December 31, 2024, our outstanding equity commitments were $303.2 million, primarily for Prologis China Logistics Venture. The equity commitments expire from 2025 to 2033 if they have not been previously called.

NOTE 6. ASSETS HELD FOR SALE OR CONTRIBUTION

We had investments in certain real estate properties that met the criteria to be classified as held for sale or contribution at December 31, 2024, and 2023. At the time of classification, these properties were expected to be sold to third parties or were recently stabilized and expected to be contributed to unconsolidated co-investment ventures within twelve months. The amounts included in *Assets Held for Sale or Contribution* in the Consolidated Balance Sheets represented real estate investment balances and the related assets and liabilities.

Assets held for sale or contribution consisted of the following at December 31 (dollars and square feet in thousands):

	2024	2023
Number of operating properties	8	12
Square feet	2,229	3,469
Total assets held for sale or contribution	$ 248,511	$ 461,657
Total liabilities associated with assets held for sale or contribution – included in *Other Liabilities*	$ 1,951	$ 14,182

NOTE 7. OTHER ASSETS AND OTHER LIABILITIES

The following table summarizes our other assets and liabilities, net of amortization and depreciation, if applicable, at December 31 (in thousands):

	2024	2023
Rent leveling	$ 1,218,483	$ 914,480
Leasing commissions	860,556	749,773
Acquired lease intangibles, net of $1.6 billion and $1.4 billion of accumulated amortization	764,546	1,010,615
Lease right-of-use assets (1)	707,814	683,707
Accounts receivable	407,464	325,698
Prepaid assets	231,299	248,597
Fixed assets	212,318	208,030
Value added taxes receivable	142,420	155,909
Derivative assets	137,429	87,319
Other notes receivable	74,594	72,730
Management contracts	10,666	10,702
Deferred income taxes	3,257	1,231
Other	423,496	280,944
Total other assets	**$ 5,194,342**	**$ 4,749,735**
Acquired lease intangibles, net of $1.1 billion and $720.1 million of accumulated amortization	$ 1,778,832	$ 2,206,906
Lease liabilities (1)	615,305	597,563
Tenant security deposits	403,707	438,100
Unearned rents	400,538	319,946
Environmental liabilities	176,154	178,201
Deferred income taxes	141,126	118,682
Deferred revenue and fees	74,754	57,116
Value added taxes payable	29,636	33,805
Liabilities associated with assets held for sale or contribution	1,951	14,182
Derivative liabilities	638	94,161
Other	440,908	371,939
Total other liabilities	**$ 4,063,549**	**$ 4,430,601**

(1) For the amortization of the future minimum rental payments into rental expense and G&A expense on our land and office leases, respectively, refer to Note 4.

The following table summarizes the expected future amortization of leasing commissions and forgone rent (included in acquired lease intangibles above) into amortization expense and above and below market leases (included in acquired lease intangibles above) and rent leveling net assets into rental revenues, all based on the balances at December 31, 2024 (in thousands):

	Amortization Expense	Net Increase (Decrease) to Rental Revenues
2025	$ 360,031	$ 458,681
2026	298,640	227,003
2027	239,106	117,305
2028	183,023	36,431
2029	134,339	4,207
Thereafter	347,445	(345,796)
Total	**$ 1,562,584**	**$ 497,831**

NOTE 8. DEBT

All debt is incurred by the OP or its consolidated subsidiaries. The following table summarizes our debt at December 31 (dollars in thousands):

	2024			2023		
	Weighted Average		Amount	Weighted Average		Amount
	Interest Rate (1)	Years (2)	Outstanding (3)	Interest Rate (1)	Years (2)	Outstanding (3)
Credit facilities and commercial paper	4.1%	1.8	$ 224,966	5.9%	3.1	$ 979,313
Senior notes (4)	3.2%	9.8	28,322,163	2.9%	10.1	25,311,647
Term loans and unsecured other	2.0%	4.4	2,013,317	2.8%	3.7	2,330,520
Secured mortgage (5)	4.3%	3.2	318,817	3.9%	3.4	379,021
Total	**3.1%**	**9.4**	**$ 30,879,263**	**3.0%**	**9.3**	**$ 29,000,501**

(1) The weighted average interest rates presented represent the effective interest rates (including amortization of debt issuance costs and noncash premiums or discounts) at the end of the period for the debt outstanding and include the impact of designated interest rate swaps, which effectively fix the interest rate on certain variable rate debt.

(2) The weighted average years represents the remaining maturity in years on the debt outstanding at period end.

(3) We borrow in the functional currencies of the countries where we invest. Included in the outstanding balances at December 31 were borrowings denominated in the following currencies:

	2024			2023		
	Weighted Average Interest Rate	Amount Outstandin g	% of Total	Weighted Average Interest Rate	Amount Outstandin g	% of Total
British pound sterling	3.1%	$ 1,714,653	5.6 %	2.1%	$ 1,299,628	4.5 %
Canadian dollar	4.7%	1,262,508	4.1 %	5.0%	829,886	2.9 %
Chinese renminbi	3.6%	632,873	2.0 %	3.7%	241,820	0.8 %
Euro	2.1%	9,900,602	32.1 %	2.0%	10,083,601	34.8 %
Japanese yen	1.1%	2,910,755	9.4 %	1.0%	3,085,970	10.6 %
U.S. dollar	4.1%	14,457,872	46.8 %	4.1%	13,459,596	46.4 %
Total	**3.1%**	**$ 30,879,263**	**100.0 %**	**3.0%**	**$ 29,000,501**	**100.0 %**

(4) Senior notes are due from September 2025 to June 2061 with effective interest rates ranging from 0.3% to 5.7% at December 31, 2024.

(5) Secured mortgage debt is due from May 2025 to September 2033 with effective interest rates ranging from 3.3% to 8.7% at December 31, 2024. The debt was principally secured by 23 operating properties and 1 land parcel with an aggregate undepreciated cost of $754.7 million at December 31, 2024.

Credit Facilities

We have two global senior credit facilities (the “2022 Global Facility” and "2023 Global Facility") each with a borrowing capacity of $3.0 billion (subject to currency fluctuations). We may draw on both facilities in British pounds sterling, Canadian dollars, euro, Japanese yen, Mexican pesos and U.S. dollars on a revolving basis. The 2022 Global Facility is scheduled to initially mature in June 2026 and the 2023 Global Facility in June 2027; however, we can extend the maturity date for each facility by six months on two occasions, subject to

the payment of extension fees. We also have the ability to increase each credit facility to $4.0 billion, subject to currency fluctuations and obtaining additional lender commitments.

We also have a Japanese yen revolver (the "Yen Credit Facility") with a borrowing capacity of ¥58.5 billion ($372.7 million at December 31, 2024). We have the ability to increase the borrowing capacity of the Yen Credit Facility to ¥75.0 billion ($477.8 million at December 31, 2024), subject to obtaining additional lender commitments. The Yen Credit Facility is scheduled to initially mature in August 2027; however, we may extend the maturity date for one year, subject to the payment of extension fees.

We refer to the 2022 Global Facility, the 2023 Global Facility and the Yen Credit Facility, collectively, as our “Credit Facilities.” Pricing for the Credit Facilities, including the spread over the applicable benchmark and the rates applicable to facility fees and letter of credit fees, varies based on the public debt ratings of the OP.

Our Credit Facilities are utilized to support our cash needs for development and acquisition activities on a short-term basis. The maturities of the borrowings under the Credit Facilities generally range from overnight to three months. The following table summarizes information about our Credit Facility activity and available liquidity (dollars in millions):

	2024	2023	2022
Credit Facility activity for the years ended December 31:			
Weighted average daily interest rate	4.4 %	4.3 %	1.7 %
Weighted average daily borrowings	$ 519	$ 411	$ 519
Maximum borrowings outstanding at any month-end	$ 1,031	$ 1,587	$ 1,538
Available liquidity at December 31:			
Aggregate lender commitments			
Credit Facilities	$ 6,313	$ 6,477	$ 5,441
Less:			
Credit facility borrowings outstanding	225	979	1,538
Commercial paper borrowings outstanding (1)	-	-	-
Outstanding letters of credit	25	24	38
Current availability	**$ 6,063**	**$ 5,474**	**$ 3,865**
Cash and cash equivalents	1,319	530	278
Total liquidity	**$ 7,382**	**$ 6,004**	**$ 4,143**

(1) We are required to maintain available commitments under our Credit Facilities in an amount at least equal to the commercial paper borrowings outstanding.

Commercial Paper

In March 2024, we established a program under which we may issue, repay and re-issue short-term unsecured commercial paper notes denominated in U.S. dollars. The aggregate principal amount of notes outstanding under the commercial paper program at any time cannot exceed $1.0 billion and the net proceeds of the notes are expected to be used for general corporate purposes. The maturities of the notes generally range from overnight to three months. The notes are issued under customary terms in the commercial paper market and are issued at a discount from par or, alternatively, can be issued at par and bear varying interest rates on a fixed or floating basis. At any point in time, we are required to maintain available commitments under our Credit Facilities in an amount at least equal to the amount of the notes outstanding.

Senior Notes

The senior notes are unsecured and our obligations are effectively subordinated in certain respects to any of our debt that is secured by a lien on real property, to the extent of the value of such real property. The senior notes require interest payments be made quarterly, semi-annually or annually. The majority of the senior notes are redeemable at any time at our option, subject to certain prepayment penalties. Such repurchase and other terms are governed by the provisions of indenture agreements, various note purchase agreements or trust deeds. The following table summarizes the issuances of senior notes during 2024 (principal in thousands):

	Aggregate Principal		Issuance Date Weighted Average		
Issuance Date	**Borrowing Currency**	**USD** [1]	**Interest Rate**	**Years**	**Maturity Dates**
January	$ 1,250,000	$ 1,250,000	5.1%	17.3	March 2034 – 2054
February	CN¥ 1,500,000	$ 211,024	3.5%	3.0	February 2027
March	C$ 550,000	$ 405,147	4.7%	5.0	March 2029
May	€ 550,000	$ 592,130	4.0%	10.0	May 2034
May	£ 350,000	$ 439,147	5.6%	16.0	May 2040
July	$ 1,100,000	$ 1,100,000	5.1%	17.5	January 2035 – March 2054
September	CN¥ 1,350,000	$ 189,655	3.3%	5.0	September 2029
Total		**$ 4,187,103**	**4.8%**	**13.7**	

(1) The exchange rate used to calculate into U.S. dollars was the spot rate at the settlement date of each issuance.

Term Loans

The following table summarizes our outstanding term loans at December 31 (dollars and borrowing currency in thousands):

Term Loan	**Borrowing Currency**	**Issuance Date**	**Lender Commitment at 2024**		**Amount Outstanding at 2024**	**Amount Outstanding at 2023**	**Interest Rate**	**Maturity Date**
			Borrowing Currency	**USD**	**USD**	**USD**		
March 2017 Yen Term Loan [1]	JPY	March 2017	¥ 12,000,000	$ 76,455	$ 76,455	$ 84,820	0.9% and 1.0%	March 2027 – 2028
October 2017 Yen Term Loan	JPY	October 2017	¥ 10,000,000	$ 63,713	63,713	70,684	0.9%	October 2032
December 2018 Yen Term Loan [1]	JPY	December 2018	¥ 20,000,000	$ 127,426	127,426	141,368	1.2% and TIBOR + 0.7%	December 2031 – June 2033
January 2019 Yen Term Loan [1]	JPY	January 2019	¥ 15,000,000	$ 95,569	95,569	106,026	TIBOR + 0.5% to 0.6%	January 2028 – 2030
March 2019 Yen Term Loan	JPY	March 2019	¥ 85,000,000	$ 541,558	541,558	600,812	TIBOR + 0.4%	March 2026
June 2022 Yen Term Loan [1]	JPY	June 2022	¥ 25,000,000	$ 159,281	159,281	176,710	1.1% and 1.2%	June 2032 – 2034
2022 Canadian Term Loan [2]	CAD	August 2022	C$ 300,000	$ 208,503	208,503	226,403	CORRA	August 2025
2022 U.S. Dollar Term Loan [3]	USD	October 2022	$ 500,000	$ 500,000	-	500,000	SOFR + 0.8%	March 2025
December 2022 Yen Term Loan	JPY	December 2022	¥ 15,000,000	$ 95,569	95,569	106,026	1.4%	December 2033
2023 Yen Term Loan	JPY	April 2023	¥ 10,000,000	$ 63,713	63,713	70,684	1.5%	April 2031
2023 Chinese Term Loan [1] [4]	CNH	September 2023	CN¥ 1,720,000	$ 239,274	239,274	242,845	3.5% and 3.6%	September 2025 – 2026
2024 Yen Term Loan	JPY	April 2024	¥ 20,000,000	$ 127,425	127,425	-	1.5%	April 2034
2024 Euro Term Loan [1]	EUR	November 2024	€ 202,500	$ 210,377	210,377	-	3.0% and Euribor + 0.7%	November 2034
Subtotal					2,008,863	2,326,378		
Debt issuance costs, net					(3,117)	(4,683)		
Total term loans					**$ 2,005,746**	**$ 2,321,695**		

(1) This term loan includes more than one lender commitment each bearing a different interest rate and maturity date.

Table of Contents

(2) In May 2022, Refinitive Benchmark Services (UK) Ltd. ("RBSL"), the administrator of the Canadian Dollar Offered Rate ("CDOR") formally announced that it would cease the calculation and publication of all tenors of CDOR effective June 28, 2024. In June 2024, we modified the interest rates on our Canadian term loan from 2022 ("2022 Canadian Term Loan") and our credit facility agreements that bore interest at the CDOR plus a spread over the applicable benchmark to the Canadian Overnight Repo Rate Average ("CORRA"). The modification did not have a material impact on our Consolidated Financial Statements.

(3) In February 2024, we extinguished a $500.0 million U.S. dollar term loan.

(4) In July 2024, we extended the maturity of the Chinese renminbi term loan ("2023 Chinese Term Loan") by one year until September 2025. We may extend the maturity for one additional year, subject to the payment of an extension fee.

Long-Term Debt Maturities

Scheduled principal payments due on our debt for each year through the period ended December 31, 2029, and thereafter were as follows at December 31, 2024 (in thousands):

	Unsecured				
Maturity	Credit Facilities and Commercial Paper	Senior Notes	Term Loans and Other	Secured Mortgage	Total
2025 [1] [2]	$ -	$ 31,856	$ 308,978	$ 173,389	$ 514,223
2026 [3]	162,632	1,284,618	680,700	45,542	2,173,492
2027 [4]	62,334	1,898,055	45,873	4,156	2,010,418
2028	-	2,518,708	94,295	3,041	2,616,044
2029	-	3,193,130	-	3,191	3,196,321
Thereafter	-	19,969,920	886,588	82,903	20,939,411
Subtotal	224,966	28,896,287	2,016,434	312,222	31,449,909
Unamortized premiums (discounts), net	-	(447,874)	-	7,163	(440,711)
Unamortized debt issuance costs, net	-	(126,250)	(3,117)	(568)	(129,935)
Total	**$ 224,966**	**$ 28,322,163**	**$ 2,013,317**	**$ 318,817**	**$ 30,879,263**

(1) We expect to repay the amounts maturing in the next twelve months with cash generated from operations, proceeds from dispositions of real estate properties, or as necessary, with additional borrowings.

(2) Included in the 2025 maturities were the 2022 Canadian Term Loan ($208.5 million at December 31, 2024), which can be extended until 2027, subject to the payment of extension fees, and the 2023 Chinese Term Loan ($100.2 million at December 31, 2024), which can be extended until 2026, subject to the prevailing interest rate at the time of extension.

(3) Included in the 2026 maturities was the 2022 Global Facility ($162.6 million at December 31, 2024) which can be extended until 2027.

(4) Included in the 2027 maturities was the 2023 Global Facility ($62.3 million at December 31, 2024), which can be extended until 2028.

Interest Expense

The following table summarizes the components of interest expense for the years ended December 31 (in thousands):

	2024 [1]	2023	2022
Gross interest expense	$ 892,612	$ 683,363	$ 345,398
Amortization of debt discounts (premiums), net	52,249	51,980	6,602
Amortization of debt issuance costs, net	26,636	22,609	17,134
Interest expense before capitalization	$ 971,497	$ 757,952	$ 369,134
Capitalized amounts	(107,565)	(116,620)	(60,097)
Net interest expense	**$ 863,932**	**$ 641,332**	**$ 309,037**
Total cash paid for interest, net of amounts capitalized	**$ 710,754**	**$ 457,021**	**$ 234,131**

(1) Interest expense increased in 2024, as compared to 2023, principally due to the issuance of senior notes to finance acquisition and development activities with higher interest rates on new issuances in both years. We issued $4.2 billion of senior notes during 2024 and $5.4 billion during 2023, with a weighted average interest rate of 4.8% and 4.7%, respectively, at the issuance date.

Financial Debt Covenants

Our Credit Facilities, senior notes and term loans outstanding at December 31, 2024 were subject to certain financial covenants under their related documents. At December 31, 2024, we were in compliance with all of our financial debt covenants.

Guarantee of Finance Subsidiary Debt

We have finance subsidiaries as part of our operations in Europe (Prologis Euro Finance LLC), Japan (Prologis Yen Finance LLC) and the U.K. (Prologis Sterling Finance LLC) in order to mitigate our foreign currency risk by borrowing in the currencies in which we invest. These entities are 100% indirectly owned by the OP and all unsecured debt issued or to be issued by each entity is or will be fully and unconditionally guaranteed by the OP. There are no restrictions or limits on the OP's ability to obtain funds from its subsidiaries by dividend or loan. In reliance on Rule 13-01 of Regulation S-X, the separate financial statements of Prologis Euro Finance LLC, Prologis Yen Finance LLC and Prologis Sterling Finance LLC are not provided.

NOTE 9. STOCKHOLDERS' EQUITY OF PROLOGIS, INC.

Shares Authorized

At December 31, 2024, 2.1 billion shares were authorized to be issued by the Parent, of which 2.0 billion shares represent common stock and 0.1 billion shares represent preferred stock. Our board of directors (the "Board") may, without stockholder approval, classify or reclassify any unissued shares of our stock from time to time by setting or changing the preferences, conversion or other rights, voting powers, restrictions, limitations as to distributions, qualifications and terms or conditions of redemption of such shares.

Common Stock

Our at-the-market program allows us to sell up to $1.5 billion in aggregate gross sales proceeds of shares of common stock through twenty designated agents. These agents earn a fee of up to 2% of the gross sales price per share of common stock as agreed to on a transaction-by-transaction basis. We have not issued any shares of common stock under this program.

On October 3, 2022, we issued 182.7 million common shares in the Duke Transaction. See Note 3 for more detail on these transactions.

Under the 2020 Long-Term Incentive Plan, certain of our employees and outside directors are able to participate in equity-based compensation plans. See Note 12 for additional information on equity-based compensation plans.

We may also issue common stock upon redemption of common limited partnership units in the OP.

Share Purchase Program

We have a share purchase program for the repurchase of outstanding shares of our common stock on the open market or in privately negotiated transactions for an aggregate purchase price of up to $1.0 billion. During 2022, 2023 and 2024, we did not purchase any common stock of Prologis, Inc. in connection with our share purchase program.

Preferred Stock

At December 31, 2024 and 2023 our Series Q preferred stock outstanding had a dividend rate of 8.54% and will be redeemable at our option on or after November 13, 2026. Holders have, subject to certain conditions, limited voting rights and all holders are entitled to receive cumulative preferential dividends based on liquidation preference. The dividends are payable quarterly when, and if, they have been declared by the Board, out of funds legally available for the payment of dividends.

Ownership Restrictions

For us to qualify as a REIT, five or fewer individuals may not own more than 50% of the value of our outstanding stock at any time during the last half of our taxable year. Therefore, our charter restricts beneficial ownership (or ownership generally attributed to a person under the REIT rules), by a person, or persons acting as a group, of issued and outstanding common and preferred stock that would cause that person to own or be deemed to own more than 9.8% (by value or number of shares, whichever is more restrictive) of our issued and outstanding common stock. Furthermore, subject to certain exceptions, no person shall at any time directly or indirectly acquire ownership of more than 25% of any of the preferred stock. These provisions assist us in protecting and preserving our REIT status and protect the interests of stockholders in takeover transactions by preventing the acquisition of a substantial block of outstanding shares of stock.

Shares of stock owned by a person or group of people in excess of these limits are subject to redemption by us. The provision does not apply where a majority of the Board, in its sole and absolute discretion, waives such limit after determining that our status as a REIT for federal income tax purposes will not be jeopardized.

Dividends

To comply with the REIT requirements of the IRC, we are generally required to make common and preferred stock dividends (other than capital gain distributions) to our stockholders in amounts that together at least equal: (i) the sum of (a) 90% of our "REIT taxable income" computed without regard to the dividends paid deduction and net capital gains and (b) 90% of the net income (after tax), if any, from foreclosure property; minus (ii) certain excess noncash income. Our common stock distribution policy is to distribute a percentage of our cash flow that ensures that we will meet the distribution requirements of the IRC and that allows us to also retain cash to meet other needs, such as capital improvements and other investment activities.

The taxability of our dividends for the years ended December 31, 2024, 2023 and 2022 are presented below. The taxability of dividends paid in 2024 was based on management's estimates as our tax return for the year ended December 31, 2024 has not been filed. As the statute of limitations is generally three years, our tax returns for certain years remain subject to examination and consequently the taxability of the dividends is subject to change.

In 2024, 2023 and 2022, we paid all of our dividends in cash.

The following summarizes the taxability of our common and preferred stock dividends for the years ended December 31:

	2024	2023	2022
Common Stock:			
Ordinary income	$ 3.50	$ 3.29	$ 3.08
Qualified dividend	0.01	0.00	0.02
Capital gains	0.33	0.19	0.06
Total dividend	$ 3.84	$ 3.48	$ 3.16
Preferred Stock – Series Q:			
Ordinary income	$ 3.90	$ 4.05	$ 4.16
Qualified dividend	0.02	0.00	0.02
Capital gains	0.35	0.22	0.09
Total dividend	$ 4.27	$ 4.27	$ 4.27

Common stock dividends are characterized for federal income tax purposes as ordinary income, qualified dividend, capital gains, non-taxable return of capital or a combination of the four. Common stock dividends that exceed our current and accumulated earnings and profits (calculated for tax purposes) constitute a return of capital rather than a dividend and generally reduce the stockholder's basis in the common stock. To the extent that a dividend exceeds both current and accumulated earnings and profits and the stockholder's basis in the common stock, it will generally be treated as a gain from the sale or exchange of that stockholder's common stock. At the beginning of each year, we notify our stockholders of the taxability of the common stock dividends paid during the preceding year.

Pursuant to the terms of our preferred stock, we are restricted from declaring or paying any dividend with respect to our common stock unless and until all cumulative dividends with respect to the preferred stock have been paid and sufficient funds have been set aside for dividends that have been declared for the relevant dividend period with respect to the preferred stock.

NOTE 10. PARTNERS' CAPITAL OF PROLOGIS, L.P.

Distributions paid on the common limited partnership units, and the taxability of those distributions, are similar to dividends paid on the Parent's common stock disclosed above.

On October 3, 2022, we issued 2.1 million common limited partnership units in the OP in the Duke Transaction.

We issued Class A Units in the OP through an acquisition of a portfolio of properties in 2015. The Class A Units generally have the same rights as the existing common limited partnership units of the OP, except that the Class A Units are entitled to a quarterly distribution equal to $0.64665 per unit so long as the common limited partnership units receive a quarterly distribution of at least $0.40 per unit (in the event the common limited partnership units receive a quarterly distribution of less than $0.40 per unit, the Class A Unit distribution would be reduced by a proportionate amount). Class A Units are convertible into common limited partnership units at an initial conversion rate of one-for-one. The conversion rate will be increased or decreased to the extent that, at the time of conversion, the net present value of the distributions paid with respect to the Class A Units are less or more than the distributions paid on common limited partnership units from the time of issuance of the Class A Units until the time of conversion. At December 31, 2024 and 2023, the Class A Units were convertible into 7.4 million common limited partnership units and 8.2 million common limited partnership units, respectively. The OP may redeem the Class A Units at any time after October 7, 2025, for an amount in cash equal to the then-current number of the common limited partnership units into which the Class A Units are convertible, multiplied by $43.11, subject to the holders' right to convert the Class A Units into common limited partnership units. Distributions paid to the Class A Units were $2.58660 annually during the years ended December 31, 2024, 2023 and 2022.

NOTE 11. NONCONTROLLING INTERESTS

Prologis, L.P.

We report noncontrolling interests related to several entities we consolidate but of which we do not own 100% of the equity. These entities include two real estate partnerships that have issued limited partnership units to third parties. Depending on the specific partnership agreements, these limited partnership units are redeemable for cash or, at our option, shares of the Parent's common stock, generally at a rate of one share of common stock to one limited partnership unit. We also consolidate certain entities in which we do not own 100% of the equity but the equity of these entities is not exchangeable into our common stock.

As discussed in Note 1, the Parent has complete responsibility, power and discretion in the day-to-day management of the OP. The Parent, through its majority interest, has the right to receive benefits from and incur losses of the OP. In addition, the OP does not have either substantive liquidation rights or substantive kick-out rights without cause or substantive participating rights that could be exercised by a simple majority of noncontrolling interests. The absence of such rights renders the OP as a VIE. Accordingly, the Parent is the primary beneficiary and therefore consolidates the OP.

Prologis, Inc.

The noncontrolling interests of the Parent include the noncontrolling interests described above for the OP, as well as the limited partnership units in the OP that are not owned by the Parent. The outstanding limited partnership units receive quarterly cash distributions equal to the quarterly dividends paid on our common stock pursuant to the terms of the applicable partnership agreements.

The following table summarizes these entities at December 31 (dollars in thousands):

	Our Ownership Percentage		Noncontrolling Interests		Total Assets		Total Liabilities	
	2024	2023	2024	2023	2024	2023	2024	2023
Prologis U.S. Logistics Venture	55.0 %	55.0 %	$ 3,091,941	$ 3,147,790	$ 7,014,774	$ 7,142,889	$ 149,823	$ 156,303
Other consolidated entities (1)	various	various	231,106	176,485	3,031,608	2,369,959	399,277	333,114
Prologis, L.P.			**3,323,047**	**3,324,275**	**10,046,382**	**9,512,848**	**549,100**	**489,417**
Limited partners in Prologis, L.P. (2) (3)			1,342,585	1,317,721	-	-	-	-
Prologis, Inc.			**$ 4,665,632**	**$ 4,641,996**	**$ 10,046,382**	**$ 9,512,848**	**$ 549,100**	**$ 489,417**

(1) Includes two partnerships that have issued limited partnership units to third parties, as discussed above, along with various other consolidated entities. The limited partnership units outstanding at December 31, 2024 and 2023 were exchangeable into cash or, at our option, 0.3 million shares of the Parent's common stock.

(2) We had 7.7 million and 8.6 million Class A Units at December 31, 2024 and 2023, respectively, that were convertible into 7.4 million and 8.2 million, respectively, limited partnership units of the OP at the end of each year. See Note 10 for further discussion of our Class A Units.

(3) There were limited partnership units in the OP, excluding the Class A Units, that were exchangeable into cash or, at our option, 9.0 million and 9.1 million shares of the Parent's common stock, at December 31, 2024 and 2023, respectively. Also included are the vested OP Long-Term Incentive Plan Units ("LTIP Units") associated with our long-term compensation plans of 6.7 million and 5.7 million shares of the Parent's common stock at December 31, 2024 and 2023, respectively. See further discussion of LTIP Units in Note 12.

NOTE 12. LONG-TERM COMPENSATION

2020 Long-Term Incentive Plan

The 2020 Long-Term Incentive Plan ("2020 LTIP") provides for grants of awards to officers, directors, employees and consultants of the Parent or its subsidiaries. Awards can be in the form of: full value awards, stock appreciation rights and stock options (non-qualified options and incentive stock options). Full value awards generally consist of: (i) common stock; (ii) restricted stock units ("RSUs"); (iii) OP LTIP units ("LTIP Units") and (iv) performance stock units ("PSUs"). Awards may be made under the 2020 LTIP until it is terminated by the Board or until the ten-year anniversary of the effective date of the plan.

The awards have been issued under the following components of our equity-based compensation programs at December 31, 2024: (i) Performance Stock Unit Program; (ii) Prologis Outperformance Plan ("POP"); (iii) Prologis Promote Plan ("PPP"); (iv) annual long-term incentive ("LTI") equity award program ("Annual LTI Award"); and (v) annual bonus exchange program.

At December 31, 2024, we had 15.9 million shares of common stock remaining available for future issuance under equity compensation plans.

Equity-Based Compensation Programs

Performance Stock Unit ("PSU") Program

On January 16, 2024, PSUs were granted under the Company's 2020 Long-Term Incentive Plan and will be settled in equity at the end of a three-year performance period, if applicable market-based performance hurdles are met. Such hurdles are based on a performance scale of Prologis' percentile ranking in the Morgan Stanley Capital International US REIT Index (the "Index") for a three-year performance period. Prologis must perform at the 55th percentile to earn a target award of 100.0%. The award is capped at 200.0% of the target for performance at or above the 85th percentile, and there is no payout in the event Prologis' performance is below the 35th percentile. There is a proportional scaling between the 35th and the 85th percentiles, starting with 50.0% of the target being earned at the 35th percentile. The fair value of the awards is measured at the grant date and amortized over the period from the grant date to the date at which the awards vest, regardless of whether the market condition has been satisfied, which ranges from three to five years.

We granted PSUs for the 2024 – 2026 performance period in January 2024, with a fair value of $31.5 million using a Monte Carlo valuation model that assumed a risk-free interest rate of 4.2% and an expected volatility of 27.0% for Prologis and 30.5% for the peer group companies. We apply a discount to the fair value of the awards to reflect the illiquidity imposed by post-vesting holding periods, utilizing a weighted discount of 10% from valuation models that consider the length of the restriction, and the illiquidity associated with the awards. If an award is earned at the end of the initial three-year performance period, one-third of the award vests at the end of the performance period and the remaining award vests equally one and two years after the award is earned. The award is subject to an additional three-year holding requirement. Awards are in the form of common stock, RSUs and LTIP Units.

Prologis Outperformance Plan ("POP")

We have allocated participation points or a percentage of the compensation pool to participants under our POP corresponding to three-year performance periods beginning every January 1. The fair value of the awards is measured at the grant date and amortized over the period from the grant date to the date at which the awards vest, which ranges from three to ten years. The performance hurdle ("Outperformance Hurdle") at the end of the initial three-year performance period requires our three-year compound annualized total stockholder return ("TSR") to exceed a threshold set at the three-year compound annualized TSR for the Index for the same period plus 100 basis points. If the Outperformance Hurdle is met, a compensation pool will be formed equal to 3.0% of the excess value created, subject to a maximum as defined by each performance period. POP awards cannot be paid at a time when we meet the outperformance hurdle, yet our absolute TSR is negative. If after seven years our absolute TSR has not been positive, the awards will be forfeited.

Commencing in 2024, the named executive officers ("NEOs") and certain select employees received PSUs, discussed above, and no new awards will be made to these individuals under the POP. We granted participation points for the 2024 – 2026 performance period in January 2024 to other employees, as discussed in the table below. The 2024 – 2026 performance period has an absolute maximum cap of $60 million. If an award is earned at the end of the initial three-year performance period, then 20.0% of the POP award is paid at the end of the initial performance period and the remaining 80.0% is subject to additional seven-year cliff vesting. The 20.0% that is paid at the end of the initial three-year performance period is subject to an additional three-year holding requirement.

Each participant is eligible to receive a percentage of the total compensation pool based on the number of participation points allocated to the participant, or in the case of certain executive officers for previous POP awards, a set percentage of the compensation pool. If the performance criteria are met, the participants' points or compensation pool percentage will be paid in the form of common stock, RSUs, POP LTIP Units or LTIP Units, as elected by the participant.

At December 31, 2024, all awards were equity classified. The grant date fair value was calculated using a Monte Carlo valuation model.

The following table details the assumptions used for each POP grant based on the year it was granted (dollars in thousands):

	2024	2023	2022
Risk free interest rate	4.2 %	4.2 %	1.0 %
Prologis expected volatility	27.0 %	35.0 %	31.0 %
Index expected volatility	20.0 %	31.0 %	29.0 %
Grant date fair value	$ 19,000	$ 28,300	$ 30,400

Total remaining compensation cost at December 31, 2024, was $52.5 million, prior to adjustments for capitalized amounts due to our development activities. The remaining compensation cost will be recognized through 2033, with a weighted average period of 2.8 years.

The performance criteria were met for the performance periods ended 2022 and 2023. The absolute maximum cap was earned and awarded in January of the following year for each respective performance period. The performance criteria was not met for the performance period ended 2024. The tables below include POP awards that were earned but are unvested while any vested awards are reflected within the Consolidated Statements of Equity and Capital.

Prologis Promote Plan ("PPP")

Under the PPP, for promotes earned after January 2024, we award up to 25% of the third-party portion of promotes earned by Prologis from co-investment ventures to employees through a compensation pool. The awards may be settled in some combination of cash and full value awards, at our election. For promotes earned prior to January 2024, up to 40% of the third-party portion of promotes was awarded to certain employees.

Annual LTI Equity Award Program ("Annual LTI Award")

The Annual LTI Award provides for grants to certain employees related to the most recent performance period.

Annual Bonus Exchange Program

Under our bonus exchange program, generally all our employees may elect to receive all or a portion of their annual cash bonus in equity. Equity awards granted through the bonus exchange are valued at a premium to the cash bonus exchanged and vest over three years, excluding certain executive officers. As certain executive officers do not receive a bonus exchange premium for participating in the bonus exchange program, the equity they receive upon exchange for their cash bonuses does not have a vesting period.

Under the PPP, Annual LTI Award and Annual Bonus Exchange Program, awards may be issued in the form of RSUs or LTIP Units at the participants' elections. RSUs and LTIP Units are valued based on the market price of the Parent's common stock on the date the award is granted, and the grant date value is charged to compensation expense over the service period. The service period is generally four years, except for awards under the annual bonus exchange program. Dividends and distributions are paid with respect to both RSUs and LTIP Units during the vesting period, and therefore they are considered participating securities. We do not allocate undistributed earnings to participating securities as our net earnings per share or unit would not be materially different. The value of the dividend is charged to retained earnings for RSUs and the distribution is charged to *Net Earnings Attributable to Noncontrolling Interests* in the OP for LTIP Units in the Consolidated Financial Statements of the Parent.

Summary of Award Activity

PSUs

The following table summarizes the activity for PSUs for the year ended December 31, 2024 (units in thousands):

	Unvested PSUs	Weighted Average Grant Date Fair Value
Balance at January 1, 2024	-	$ -
Granted	244	129.10
Vested and distributed	-	-
Forfeited	-	-
Balance at December 31, 2024	**244**	**$ 129.10**

No PSUs vested during the year ended December 31, 2024. Total remaining compensation cost related to the PSUs at December 31, 2024, was $20.0 million, prior to adjustments for capitalized amounts due to our development activities. The remaining compensation cost will be recognized through 2028, with a weighted average period of 1.5 years.

RSUs

Each RSU represents the right to receive one share of common stock of the Parent.

The following table summarizes the activity for RSUs for the year ended December 31, 2024 (units in thousands):

	Unvested RSUs	Weighted Average Grant Date Fair Value
Balance at January 1, 2024	2,097	$ 98.23
Granted	820	111.00
Vested and distributed	(757)	108.04
Forfeited	(97)	104.73
Balance at December 31, 2024	**2,063**	**$ 99.39**

The fair value of stock awards granted and vested was $91.0 million and $81.7 million for 2024, $122.1 million and $65.0 million for 2023 and $98.9 million and $48.6 million for 2022, respectively, based on the weighted average grant date fair value per unit.

Total remaining compensation cost related to RSUs outstanding, excluding POP awards, at December 31, 2024, was $109.4 million, prior to adjustments for capitalized amounts due to our development activities. The remaining compensation cost will be recognized through 2028, with a weighted average period of 1.2 years.

LTIP Units

An LTIP Unit represents a partnership interest in the OP. After vesting and the satisfaction of certain conditions, an LTIP Unit may be exchangeable for a common limited partnership unit in the OP and then redeemable for a share of common stock or cash at our option. Once LTIP Units are vested and converted into common stock, they reduce the total share reserve under the equity compensation plan but do not count as available shares for future awards. At December 31, 2024, 6.7 million LTIP Units were vested but not yet converted, and therefore, they remain excluded from the available share pool but included in fully diluted share calculations.

The following table summarizes the activity for LTIP Units for the year ended December 31, 2024 (units in thousands):

	Unvested LTIP Units	Weighted Average Grant Date Fair Value
Balance at January 1, 2024	5,379	$ 76.72
Granted	1,274	98.19
Vested LTIP Units	(1,357)	113.19
Forfeited	(46)	117.59
Balance at December 31, 2024	**5,250**	**$ 72.15**

The fair value of unit awards granted and vested was $125.1 million and $153.6 million for 2024, $259.0 million and $151.1 million for 2023 and $188.8 million and $84.3 million for 2022, respectively, based on the weighted average grant date fair value per unit.

Total remaining compensation cost related to LTIP Units, excluding POP awards, at December 31, 2024, was $156.6 million, prior to adjustments for capitalized amounts due to our development activities. The remaining compensation cost will be recognized through 2030, with a weighted average period of 1.3 years.

Other Plans

The Prologis 401(k) Plan (the “401(k) Plan”) includes a matching employer contribution of $0.50 for every dollar contributed by an employee, up to 12% of the employee’s annual compensation (within the statutory compensation limit). In the 401(k) Plan, vesting in the matching employer contributions is based on the employee's years of service, with 100% vesting at the completion of one year of service. Our contributions under the matching provisions were $10.2 million, $8.9 million and $8.1 million for the years ended December 31, 2024, 2023 and 2022, respectively.

We have a non-qualified savings plan that allows highly compensated employees the opportunity to defer the receipt and income taxation of a certain portion of their compensation in excess of the amount permitted under the 401(k) Plan. There has been no employer matching within this plan in the three-year period ended December 31, 2024.

NOTE 13. INCOME TAXES

Components of Earnings Before Income Taxes

The following table summarizes the components of earnings before income taxes for the years ended December 31 (in thousands):

	2024	2023	2022
Domestic	$ 3,595,449	$ 2,891,644	$ 2,423,809
International	519,429	572,539	1,267,001
Earnings before income taxes	**$ 4,114,878**	**$ 3,464,183**	**$ 3,690,810**

Summary of Current and Deferred Income Taxes

The following table summarizes the components of the provision for income taxes for the years ended December 31 (in thousands):

	2024	2023	2022
Current income tax expense (benefit):			
U.S. federal	$ (17,082)	$ (953)	$ (6,645)
International	152,891	175,121	112,489
State and local	9,973	19,162	16,930
Total current income tax expense	145,782	193,330	122,774
Deferred income tax expense:			
U.S. federal	18,222	12,936	3,359
International	2,939	4,772	9,279
Total deferred income tax expense	21,161	17,708	12,638
Total income tax expense	**$ 166,943**	**$ 211,038**	**$ 135,412**

Current Income Taxes

We recognize current income tax expense for the federal and state income taxes incurred by our TRSs and taxes incurred in certain states and foreign jurisdictions. Current income tax expense fluctuates from period to period based primarily on the timing of our taxable income. Taxable income incurred over the last three years was principally due to the following: (i) the contribution of real estate properties to our unconsolidated co-investment ventures and sales to third parties; (ii) recurring and transactional strategic capital fees earned; (iii) taxable earnings from unconsolidated co-investment ventures; and (iv) adjustments to acquired tax liabilities.

During the years ended December 31, 2024, 2023 and 2022, cash paid for income taxes, net of refunds, was $129.9 million, $149.1 million and $130.0 million, respectively.

Deferred Income Taxes

The deferred income tax expense recognized in 2024, 2023 and 2022 was principally due to changes in temporary differences and utilization of NOLs.

The following table summarizes the deferred income tax assets and liabilities at December 31 (in thousands):

	2024	2023
Gross deferred income tax assets:		
NOL carryforwards	$ 263,597	$ 246,768
Basis difference – real estate properties	43,226	48,460
Basis difference – equity investments	18,434	18,051
Section 163(j) interest limitation	2,105	1,689
Capital loss carryforward	6,096	7,161
Other – temporary differences	29,908	9,142
Total gross deferred income tax assets	363,366	331,271
Valuation allowance	(312,348)	(305,063)
Gross deferred income tax assets, net of valuation allowance	51,018	26,208
Gross deferred income tax liabilities:		
Basis difference – real estate properties	128,803	98,529
Basis difference – equity investments	57,763	43,457
Other – temporary differences	2,321	1,673
Total gross deferred income tax liabilities	188,887	143,659
Net deferred income tax liabilities	**$ 137,869**	**$ 117,451**

At December 31, 2024, we had NOL carryforwards as follows (in thousands):

	U.S.	Europe	Mexico	Japan	Other
Gross NOL carryforward	$ 81,637	$ 559,070	$ 240,939	$ 54,200	$ 34,157
Tax-effected NOL carryforward	21,093	150,434	75,429	8,036	8,605
Valuation allowance	21,093	140,453	75,429	8,036	8,605
Net deferred tax asset – NOL carryforward	$ -	$ 9,981	$ -	$ -	$ -
Expiration periods	2025 – 2044	2025 – indefinite	2025 – 2034	2025 – 2034	2025 – indefinite

The deferred tax asset valuation allowance at December 31, 2024, was adequate to reduce the total deferred tax asset to an amount that we estimate will more likely than not be realized.

Table of Contents

Liability for Uncertain Tax Positions

During the years ended December 31, 2024, 2023 and 2022, we believe that we had complied with the REIT requirements of the IRC. The statute of limitations for our global tax returns is generally three to five years. As such, our tax returns that remain subject to examination would be primarily from 2019 and thereafter. During the year ended December 31, 2024, we recognized a $20.7 million liability for uncertain tax positions related to proposed settlements. Liabilities or any related settlements for uncertain tax positions for the years ended December 31, 2023 and 2022 were not material to our Consolidated Financial Statements.

NOTE 14. EARNINGS PER COMMON SHARE OR UNIT

We determine basic earnings per share or unit based on the weighted average number of shares of common stock or units outstanding during the period. We compute diluted earnings per share or unit based on the weighted average number of shares or units outstanding combined with the incremental weighted average effect from all outstanding potentially dilutive instruments.

The computation of our basic and diluted earnings per share and unit for the years ended December 31 was as follows (in thousands, except per share and unit amounts):

Prologis, Inc.	**2024**	**2023**	**2022**
Net earnings attributable to common stockholders – Basic	$ 3,725,754	$ 3,053,373	$ 3,358,796
Net earnings attributable to exchangeable limited partnership units [1]	94,052	77,806	92,236
Adjusted net earnings attributable to common stockholders – Diluted	**$ 3,819,806**	**$ 3,131,179**	**$ 3,451,032**
Weighted average common shares outstanding – Basic	926,172	924,351	785,675
Incremental weighted average effect on exchange of limited partnership units [1]	23,445	23,693	21,803
Incremental weighted average effect of equity awards	3,973	3,747	4,130
Weighted average common shares outstanding – Diluted [2]	**953,590**	**951,791**	**811,608**
Net earnings per share attributable to common stockholders:			
Basic	**$ 4.02**	**$ 3.30**	**$ 4.28**
Diluted	**$ 4.01**	**$ 3.29**	**$ 4.25**

Prologis, L.P.	**2024**	**2023**	**2022**
Net earnings attributable to common unitholders	$ 3,818,862	$ 3,130,647	$ 3,450,727
Net earnings attributable to Class A Units	(30,308)	(26,784)	(34,311)
Net earnings attributable to common unitholders – Basic	3,788,554	3,103,863	3,416,416
Net earnings attributable to Class A Units	30,308	26,784	34,311
Net earnings attributable to exchangeable other limited partnership units	944	532	305
Adjusted net earnings attributable to common unitholders – Diluted	**$ 3,819,806**	**$ 3,131,179**	**$ 3,451,032**
Weighted average common partnership units outstanding – Basic	941,782	939,635	799,153
Incremental weighted average effect on exchange of Class A Units	7,536	8,110	8,026
Incremental weighted average effect on exchange of other limited partnership units	299	299	299
Incremental weighted average effect of equity awards of Prologis, Inc.	3,973	3,747	4,130
Weighted average common units outstanding – Diluted [2]	**953,590**	**951,791**	**811,608**
Net earnings per unit attributable to common unitholders:			
Basic	**$ 4.02**	**$ 3.30**	**$ 4.28**
Diluted	**$ 4.01**	**$ 3.29**	**$ 4.25**

(1) Earnings allocated to the exchangeable OP units not held by the Parent have been included in the numerator and exchangeable common units have been included in the denominator for the purpose of computing diluted earnings per share for all periods as the per share and unit amount is the same.

(2) Our total weighted average potentially dilutive shares and units outstanding for the years ended December 31 consisted of the following:

	2024	**2023**	**2022**
Class A Units	7,536	8,110	8,026
Other limited partnership units	299	299	299
Equity awards	7,688	7,455	6,298
Prologis, L.P.	**15,523**	**15,864**	**14,623**
Common limited partnership units	15,610	15,284	13,478
Prologis, Inc.	**31,133**	**31,148**	**28,101**

NOTE 15. FINANCIAL INSTRUMENTS AND FAIR VALUE MEASUREMENTS

Derivative Financial Instruments

In the normal course of business, our operations are exposed to market risks, including the effect of changes in foreign currency exchange rates and interest rates. We may enter into derivative financial instruments to offset these underlying market risks. See Note 2 for our derivative financial instruments policy.

The following table presents the fair value of our derivative financial instruments recognized within *Other Assets* and *Other Liabilities* in the Consolidated Balance Sheets at December 31 (in thousands):

	2024		2023	
	Asset	Liability	Asset	Liability
Undesignated derivatives				
Foreign currency contracts				
Forwards				
Brazilian real	$ -	$ -	$ -	$ 291
British pound sterling	8,785	422	9,608	9,862
Canadian dollar	15,503	-	4,480	1,225
Chinese renminbi	-	-	1,630	50
Euro	32,989	-	19,252	8,229
Japanese yen	55,818	-	45,149	589
Swedish krona	4,642	108	3,304	2,279
Options				
Mexican peso	1,814	-	1,263	-
Designated derivatives				
Foreign currency contracts				
Net investment hedges				
British pound sterling	2,837	108	1,759	7,030
Canadian dollar	5,454	-	756	5,608
Interest rate contracts				
Cash flow hedges				
Euro	-	-	118	27,034
U.S. dollar	9,587	-	-	31,964
Total fair value of derivatives	**$ 137,429**	**$ 638**	**$ 87,319**	**$ 94,161**

Undesignated Derivative Financial Instruments

Foreign Currency Contracts

The following table summarizes the activity of our undesignated foreign currency contracts for the years ended December 31 (in millions, except for weighted average forward rates and number of active contracts):

	2024						2023						2022					
	CAD	EUR	GBP	JPY	Other	Total	CAD	EUR	GBP	JPY	Other	Total	CAD	EUR	GBP	JPY	Other	Total
Notional amounts at January 1 ($)	213	524	442	384	56	**1,619**	283	601	349	331	81	**1,645**	175	749	383	250	105	**1,662**
New contracts ($)	102	165	334	107	(74)	**634**	15	173	192	140	(10)	**510**	172	658	264	181	92	**1,367**
Matured, expired or settled contracts ($)	(61)	(163)	(390)	(179)	(9)	**(802)**	(85)	(250)	(99)	(87)	(15)	**(536)**	(64)	(806)	(298)	(100)	(116)	**(1,384)**
Notional amounts at December 31 ($)	**254**	**526**	**386**	**312**	**(27)**	**1,451**	**213**	**524**	**442**	**384**	**56**	**1,619**	**283**	**601**	**349**	**331**	**81**	**1,645**
Weighted average forward rate at December 31	**1.31**	**1.15**	**1.28**	**120.37**			**1.30**	**1.16**	**1.27**	**115.40**			**1.29**	**1.18**	**1.31**	**109.79**		
Active contracts at December 31	**101**	**86**	**82**	**77**			**74**	**72**	**96**	**96**			**103**	**97**	**90**	**96**		

The following table summarizes the undesignated derivative financial instruments exercised and associated realized and unrealized gains (losses), respectively, in *Foreign Currency, Derivative and Other Gains (Losses) and Other Income (Expense), Net* in the Consolidated Statements of Income for the years ended December 31 (in millions, except for number of exercised contracts):

	2024	2023	2022
Exercised contracts	254	218	158
Realized gains on the matured, expired or settled contracts	$ 53	$ 60	$ 145
Unrealized gains (losses) on the change in fair value of outstanding contracts	$ 53	$ (58)	$ 39

Designated Derivative Financial Instruments

Changes in the fair value of derivatives that are designated as net investment hedges ("NIHs") of our foreign operations and cash flow hedges ("CFHs") are recorded in *Accumulated Other Comprehensive Income (Loss)* ("*AOCI/L")* in the Consolidated Balance Sheets and reflected within the *AOCI/L* table below.

Foreign Currency Contracts

The following table summarizes the activity of our foreign currency contracts designated as NIHs for the years ended December 31 (in millions, except for weighted average forward rates and number of active contracts):

	2024			2023				2022		
	CAD	GBP	Total	CAD	CNH	GBP	Total	CAD	GBP	Total
Notional amounts at January 1 ($)	516	432	**948**	534	-	440	**974**	535	432	**967**
New contracts ($)	163	523	**686**	467	100	343	**910**	964	440	**1,404**
Matured, expired or settled contracts ($)	(516)	(523)	**(1,039)**	(485)	(100)	(351)	**(936)**	(965)	(432)	**(1,397)**
Notional amounts at December 31 ($)	**163**	**432**	**595**	**516**	**-**	**432**	**948**	**534**	**440**	**974**
Weighted average forward rate at December 31	**1.37**	**1.26**		**1.33**	**-**	**1.26**		**1.29**	**1.28**	
Active contracts at December 31	**2**	**4**		**6**	**-**	**4**		**6**	**4**	

Interest Rate Contracts

The following table summarizes the activity of our interest rate contracts designated as CFHs for the years ended December 31 (in millions):

	2024				2023			2022				
	EUR	USD	GBP	Total	EUR	USD	Total	EUR	USD	CAD	JPY	Total
Notional amounts at January 1 ($)	700	550	-	**1,250**	447	150	**597**	165	-	-	-	**165**
New contracts ($)	-	780	246	**1,026**	1,113	2,300	**3,413**	1,004	400	184	104	**1,692**
Matured, expired or settled contracts ($)	(700)	(1,050)	(246)	**(1,996)**	(860)	(1,900)	**(2,760)**	(722)	(250)	(184)	(104)	**(1,260)**
Notional amounts at December 31 ($)	**-**	**280**	**-**	**280**	**700**	**550**	**1,250**	**447**	**150**	**-**	**-**	**597**

Designated Nonderivative Financial Instruments

The following table summarizes our debt and accrued interest, designated as a hedge of our net investment in international subsidiaries at December 31 (in millions):

	2024	2023	2022
British pound sterling	$ 1,763	$ 1,305	$ 1,237
Canadian dollar	$ 758	$ 373	$ 370

The following table summarizes the unrealized gains (losses) in *Foreign Currency, Derivative and Other Gains (Losses) and Other Income (Expense), Net* in the Consolidated Statements of Income on the remeasurement of the unhedged portion of our euro-denominated and Chinese renminbi-denominated debt and accrued interest, for the years ended December 31 (in millions):

	2024	2023	2022
Unrealized gains (losses) on the unhedged portion	$ 34	$ (23)	$ 44

Accumulated Other Comprehensive Income (Loss) ("AOCI/L")

The change in *AOCI/L* in the Consolidated Statements of Equity during the periods presented was due to the following: i) the currency translation adjustments ("CTA") that we recognize due to the translation of the financial statements of our consolidated subsidiaries, whose functional currency is not the U.S. dollar, into U.S. dollars; and ii) the change in the fair value of the effective portion of our derivative financial instruments that have been designated as NIHs and CFHs and the translation of the hedged portion of our debt.

The following table presents these changes in *AOCI/L* for the years ended December 31 (in thousands):

	Unrealized gains (losses) on CFHs [(1)]	Our share of derivatives from unconsolidated ventures	Derivative NIHs	Debt designated as nonderivative NIHs [(2)]	CTA	Total AOCI/L
Balance at January 1, 2022	$ (14,042)	$ (2,748)	$ 237,961	$ 194,563	$ (1,293,987)	$ (878,253)
Other comprehensive income (loss), net	44,587	25,332	95,012	135,420	134,293	**434,644**
Balance at December 31, 2022	**$ 30,545**	**$ 22,584**	**$ 332,973**	**$ 329,983**	**$ (1,159,694)**	**$ (443,609)**
Other comprehensive income (loss), net	(76,289)	(14,170)	(22,447)	(75,881)	118,195	**(70,592)**
Balance at December 31, 2023	**$ (45,744)**	**$ 8,414**	**$ 310,526**	**$ 254,102**	**$ (1,041,499)**	**$ (514,201)**
Other comprehensive income (loss), net	34,085	4,238	31,326	73,795	250,542	**393,986**
Balance at December 31, 2024	**$ (11,659)**	**$ 12,652**	**$ 341,852**	**$ 327,897**	**$ (790,957)**	**$ (120,215)**

(1) We estimate an additional expense of $2.7 million will be reclassified to *Interest Expense* in the Consolidated Statements of Income over the next 12 months from December 31, 2024, due to the amortization of settled derivatives designated as cash flow hedges.

(2) Reclassification of amounts out of *AOCI/L* due to the remeasurement of the unhedged portion of our euro denominated and Chinese renminbi-denominated debt and accrued interest is included within other comprehensive income (loss), net.

Fair Value Measurements

We have estimated the fair value of our financial instruments using available market information and valuation methodologies we believe to be appropriate for these purposes. Considerable judgment and a high degree of subjectivity are involved in developing these estimates and, accordingly, they are not necessarily indicative of amounts that we would realize on disposition. See Note 2 for more information on our fair value measurements policy.

Fair Value Measurements on a Recurring Basis

At December 31, 2024 and 2023, other than the derivatives discussed previously, we had no significant financial assets or financial liabilities that were measured at fair value on a recurring basis in the Consolidated Financial Statements. All of our derivatives held at December 31, 2024 and 2023 were classified as Level 2 of the fair value hierarchy.

Fair Value Measurements on Nonrecurring Basis

Acquired properties and assets we expect to sell or contribute are significant nonfinancial assets that met the criteria to be measured at fair value on a nonrecurring basis, as detailed in our accounting policy in Note 2. At December 31, 2024 and 2023, we estimated the fair value of our properties using Level 2 or Level 3 inputs from the fair value hierarchy. See more information on our acquired properties in Notes 3 and 4 and assets held for sale or contribution in Note 6.

Fair Value of Financial Instruments

At December 31, 2024 and 2023, the carrying amounts of certain financial instruments, including cash and cash equivalents, accounts and notes receivable, accounts payable and accrued expenses were representative of their fair values.

The differences in the fair value of our debt from the carrying value in the table below were the result of differences in interest rates or borrowing spreads that were available to us at December 31, 2024 and 2023, as compared with those in effect when the debt was issued or assumed, including lower borrowing spreads due to our credit ratings. See Note 8 for more information on our debt activity.

The following table reflects the carrying amounts and estimated fair values of our debt at December 31 (in thousands):

	2024		2023	
	Carrying Value	Fair Value	Carrying Value	Fair Value
Credit facilities and commercial paper	$ 224,966	$ 224,966	$ 979,313	$ 979,313
Senior notes	28,322,163	26,095,901	25,311,647	23,121,936
Term loans and unsecured other	2,013,317	1,991,934	2,330,520	2,322,827
Secured mortgage	318,817	298,452	379,021	357,731
Total	**$ 30,879,263**	**$ 28,611,253**	**$ 29,000,501**	**$ 26,781,807**

NOTE 16. COMMITMENTS AND CONTINGENCIES

Environmental Matters

A majority of the properties we acquire, including land, are subjected to environmental reviews either by us or the previous owners. In addition, we may incur environmental remediation costs associated with certain land parcels we acquire in connection with the development of the land. We have acquired certain properties that may have been leased to or previously owned by companies that discharged hazardous materials. We establish a liability at the time of acquisition to cover such costs and adjust the liabilities as appropriate when additional information becomes available. We record our environmental liabilities in *Other Liabilities* in the Consolidated Balance Sheets. We purchase various environmental insurance policies to mitigate our exposure to environmental liabilities. We are not aware of any environmental liabilities that would have a material adverse effect on our business, financial condition or results of operations.

Off-Balance Sheet Liabilities

We have entered into agreements, principally performance and surety bonds and standby letters of credit in connection with certain development and renewable energy projects. These agreements are commonly required by public agencies, including utilities, from real estate and renewable energy asset developers. They are renewable and expire on the completion of the improvements and infrastructure. We typically enter into performance and surety bonds that have terms of four years and standby letters of credit that have terms of a year to an indefinite period of time. At December 31, 2024 and 2023, we had $684.1 million and $498.5 million, respectively, outstanding under such arrangements.

We may be required under capital commitments or may choose to make additional capital contributions to certain of our unconsolidated entities, representing our proportionate ownership interest, if needed to fund development or acquisition costs, repayment of debt or operational shortfalls. See Note 5 for further discussion related to equity commitments to our unconsolidated co-investment ventures.

Litigation

From time to time, we are party to a variety of legal proceedings arising in the ordinary course of business. We believe that, with respect to any such matters that we are currently a party to, the ultimate disposition of any such matter will not have material adverse effect on our business, financial position or results of operations.

NOTE 17. REPORTABLE SEGMENTS

Our current business strategy includes two reportable segments: Real Estate (Rental Operations and Development) and Strategic Capital. We generate revenues, earnings, net operating income and cash flows through our segments, as follows:

- **Real Estate Segment.** This reportable segment represents the ownership and development of operating properties and is the largest component of our revenue and earnings. We collect rent from our customers through operating leases, including reimbursements for the majority of our property operating costs. The Real Estate Segment also includes development activities that lead to rental operations, including land held for development and properties currently under development, and other real estate investments, including renewable energy assets. Within this line of business, we utilize the following: (i) our land bank; (ii) the development and leasing expertise of our local teams; and (iii) our customer relationships.

- **Strategic Capital Segment.** This reportable segment represents the management of unconsolidated co-investment ventures. We generate strategic capital revenues primarily from our unconsolidated co-investment ventures through asset management and property management services and we earn additional revenues by providing leasing, acquisition, construction, development, financing and disposition services. Depending on the structure of the venture and the returns provided to our partners, we also earn revenues through promotes periodically during the life of a venture or upon liquidation.

Our management Executive Committee (“EC”) is our Chief Operating Decision Maker (“CODM”) and regularly reviews operating results and makes strategic and operating decisions with regards to assessing performance and allocating resources based on our two reportable segments. The EC consists of the Chief Executive Officer; Chief Operating Officer; Chief Financial Officer; Chief Investment Officer; Managing Director, Global Strategic Capital; President; Chief Human Resources Officer; Chief Legal Officer and Chief Energy

and Sustainability Officer. The operating results reviewed by the EC include net operating income ("NOI"), the measure most consistent with U.S. GAAP.

NOI from the Real Estate Segment is calculated directly from the Consolidated Statements of Income as *Rental Revenues* and *Development Management and Other Revenues* less *Rental Expenses* and *Other Expenses.*

NOI from the Strategic Capital Segment is calculated directly from the Consolidated Statements of Income as *Strategic Capital Revenues* less *Strategic Capital Expenses.*

Our EC analyzes the NOI of each reportable segment on a quarterly basis comparing actuals to prior period actuals, along with forecasted future amounts and utilizes operating metrics to understand and evaluate the performance of our operations and to allocate resources.

Below we present: (i) each reportable segment's revenues from external customers to *Total Revenues*; (ii) each reportable segment's expenses to *Total Expenses*; (iii) each reportable segment's net operating income from external customers, calculated as each reportable segment's revenues less segment expenses, to *Operating Income and Earnings Before Income Taxes*; and (iv) each reportable segment's assets to *Total Assets*.

The applicable components of *Total Revenues, Total Expenses, Operating Income, Earnings Before Income Taxes* and *Total Assets* in the Consolidated Financial Statements are allocated to each reportable segment's revenues, expenses, net operating income and assets.

Items that are not directly assignable to a reportable segment, are not allocated but reflected as non-segment items (G&A expenses and real estate adjustments for depreciation and gains and losses on contributions and sales) due to how our CODM utilizes segment information for planning and execution of our business strategy.

The following reportable segment net operating income and assets are presented in thousands:

	Years Ended December 31,		
	2024	2023	2022
Revenues:			
Real estate segment:			
U.S.	$ 7,216,817	$ 6,558,051	$ 4,726,072
Other Americas	137,893	110,305	92,751
Europe	115,103	95,915	56,731
Asia	59,890	58,966	58,553
Total real estate segment	7,529,703	6,823,237	4,934,107
Strategic capital segment:			
U.S.	296,995	833,402	215,416
Other Americas	92,307	89,783	82,462
Europe	194,530	181,651	644,832
Asia	88,075	95,396	96,875
Total strategic capital segment	671,907	1,200,232	1,039,585
Total revenues	**8,201,610**	**8,023,469**	**5,973,692**
Expenses:			
Real estate segment:			
U.S. [1]	(1,714,071)	(1,603,486)	(1,170,445)
Other Americas	(28,953)	(25,383)	(25,199)
Europe	(46,759)	(27,715)	(31,993)
Asia	(22,646)	(21,563)	(18,437)
Total real estate segment	(1,812,429)	(1,678,147)	(1,246,074)
Strategic capital segment:			
U.S. [1]	(154,654)	(204,066)	(155,855)
Other Americas	(21,833)	(27,018)	(18,998)
Europe	(75,500)	(103,025)	(87,156)
Asia	(39,869)	(51,433)	(41,347)
Total strategic capital segment	(291,856)	(385,542)	(303,356)
Total expenses	**(2,104,285)**	**(2,063,689)**	**(1,549,430)**
Segment net operating income:			
Real estate segment:			
U.S. [1]	5,502,746	4,954,565	3,555,627
Other Americas	108,940	84,922	67,552
Europe	68,344	68,200	24,738
Asia	37,244	37,403	40,116
Total real estate segment	5,717,274	5,145,090	3,688,033
Strategic capital segment:			
U.S. [1]	142,341	629,336	59,561
Other Americas	70,474	62,765	63,464
Europe	119,030	78,626	557,676
Asia	48,206	43,963	55,528
Total strategic capital segment	380,051	814,690	736,229
Total segment net operating income	**6,097,325**	**5,959,780**	**4,424,262**
Non-segment items:			
General and administrative expenses	(418,765)	(390,406)	(331,083)
Depreciation and amortization expenses	(2,580,519)	(2,484,891)	(1,812,777)
Gains on dispositions of development properties and land, net	413,743	462,270	597,745
Gains on other dispositions of investments in real estate, net	904,136	161,039	589,391
Operating income	**4,415,920**	**3,707,792**	**3,467,538**
Earnings from unconsolidated entities, net	353,623	307,227	310,872
Interest expense	(863,932)	(641,332)	(309,037)
Foreign currency, derivative and other gains (losses) and other income (expense), net	208,731	87,221	241,621
Gains (losses) on early extinguishment of debt, net	536	3,275	(20,184)
Earnings before income taxes	**$ 4,114,878**	**$ 3,464,183**	**$ 3,690,810**

	December 31,	
	2024	**2023**
Segment assets:		
Real estate segment:		
U.S.	$ 76,857,293	$ 76,633,566
Other Americas	2,814,141	2,029,438
Europe	2,554,514	2,366,539
Asia	719,810	793,916
Total real estate segment	82,945,758	81,823,459
Strategic capital segment: (2)		
U.S.	10,499	10,499
Europe	25,280	25,280
Asia	167	203
Total strategic capital segment	35,946	35,982
Total segment assets	82,981,704	81,859,441
Non-segment items:		
Investments in and advances to unconsolidated entities	10,079,448	9,543,970
Assets held for sale or contribution	248,511	461,657
Cash and cash equivalents	1,318,591	530,388
Other assets	700,655	625,384
Total non-segment items	12,347,205	11,161,399
Total assets	**$ 95,328,909**	**$ 93,020,840**

(1) This includes compensation and personnel costs for employees who were located in the U.S. but also support other geographies.

(2) Represents management contracts and goodwill recorded in connection with business combinations associated with the Strategic Capital Segment. Goodwill was $25.3 million at December 31, 2024, and 2023.

NOTE 18. SUPPLEMENTAL CASH FLOW INFORMATION

Our significant noncash investing and financing activities for the years ended December 31, 2024, 2023 and 2022 included the following:

- We recognized lease right-of-use assets and lease liabilities related to leases in which we are the lessee within *Other Assets* and *Other Liabilities* on the Consolidated Balance Sheets, including any new leases, renewals and modifications of $67.7 million in 2024, $43.0 million in 2023 and $162.5 million in 2022 for both assets and liabilities.
- We capitalized $42.9 million, $38.6 million and $34.9 million in 2024, 2023 and 2022, respectively, of equity-based compensation expense.
- We received $1.0 billion, $379.1 million and $695.7 million of ownership interests in certain unconsolidated co-investment ventures, primarily as a portion of our proceeds from the contribution of properties to these entities during 2024, 2023 and 2022, respectively.
- We issued 1.4 million, 0.8 million and 0.3 million shares in 2024, 2023 and 2022, respectively, of the Parent's common stock upon redemption of an equal number of common limited partnership units in the OP.
- We acquired the ownership interest of our partner in an unconsolidated venture in 2024 and began consolidating the properties.
- We reinvested a distribution from an unconsolidated co-investment venture of $51.1 million in 2024.
- We completed the Duke Transaction on October 3, 2022 for $23.2 billion through the issuance of equity and the assumption of debt. See Note 3 for more information on this transaction.

NOTE 19. SELECTED QUARTERLY FINANCIAL DATA (UNAUDITED)

The following table details our selected quarterly financial data (in thousands, except per share and unit data):

	Three Months Ended			
Prologis, Inc.	**March 31,**	**June 30,**	**September 30,**	**December 31,**
2024:				
Rental revenues	$ 1,827,658	$ 1,852,376	$ 1,897,164	$ 1,937,507
Total revenues	$ 1,956,621	$ 2,007,954	$ 2,036,389	$ 2,200,646
Rental expenses	$ (454,257)	$ (445,235)	$ (427,425)	$ (438,468)
Gains on dispositions of development properties and land, net	$ 40,308	$ 87,174	$ 32,005	$ 254,256
Gains on other dispositions of investments in real estate, net	$ 17,534	$ 199,326	$ 434,446	$ 252,830
Operating income	$ 720,355	$ 1,023,338	$ 1,250,971	$ 1,421,256
Consolidated net earnings	$ 630,807	$ 911,501	$ 1,063,451	$ 1,342,176
Net earnings attributable to common stockholders	$ 584,263	$ 859,845	$ 1,004,267	$ 1,277,379
Net earnings per share attributable to common stockholders – Basic (1)	$ 0.63	$ 0.93	$ 1.08	$ 1.38
Net earnings per share attributable to common stockholders – Diluted (1)(2)	$ 0.63	$ 0.92	$ 1.08	$ 1.37
2023:				
Rental revenues	$ 1,633,770	$ 1,651,454	$ 1,777,359	$ 1,755,959
Total revenues	$ 1,768,587	$ 2,450,971	$ 1,914,664	$ 1,889,247
Rental expenses	$ (412,554)	$ (387,938)	$ (416,076)	$ (408,225)
Gains on dispositions of development properties and land, net	$ -	$ 184,877	$ 89,030	$ 188,363
Gains on other dispositions of investments in real estate, net	$ 4,047	$ 24,761	$ 129,584	$ 2,647
Operating income	$ 579,043	$ 1,411,790	$ 882,108	$ 834,851
Consolidated net earnings	$ 498,629	$ 1,279,491	$ 799,141	$ 675,884
Net earnings attributable to common stockholders	$ 463,170	$ 1,214,553	$ 746,174	$ 629,476
Net earnings per share attributable to common stockholders – Basic (1)	$ 0.50	$ 1.31	$ 0.81	$ 0.68
Net earnings per share attributable to common stockholders – Diluted (1)(2)	$ 0.50	$ 1.31	$ 0.80	$ 0.68
Prologis, L.P.				
2024:				
Rental revenues	$ 1,827,658	$ 1,852,376	$ 1,897,164	$ 1,937,507
Total revenues	$ 1,956,621	$ 2,007,954	$ 2,036,389	$ 2,200,646
Rental expenses	$ (454,257)	$ (445,235)	$ (427,425)	$ (438,468)
Gains on dispositions of development properties and land, net	$ 40,308	$ 87,174	$ 32,005	$ 254,256
Gains on other dispositions of investments in real estate, net	$ 17,534	$ 199,326	$ 434,446	$ 252,830
Operating income	$ 720,355	$ 1,023,338	$ 1,250,971	$ 1,421,256
Consolidated net earnings	$ 630,807	$ 911,501	$ 1,063,451	$ 1,342,176
Net earnings attributable to common unitholders	$ 599,047	$ 881,196	$ 1,029,271	$ 1,309,348
Net earnings per unit attributable to common unitholders – Basic (1)	$ 0.63	$ 0.93	$ 1.08	$ 1.38
Net earnings per unit attributable to common unitholders – Diluted (1)	$ 0.63	$ 0.92	$ 1.08	$ 1.37
2023:				
Rental revenues	$ 1,633,770	$ 1,651,454	$ 1,777,359	$ 1,755,959
Total revenues	$ 1,768,587	$ 2,450,971	$ 1,914,664	$ 1,889,247
Rental expenses	$ (412,554)	$ (387,938)	$ (416,076)	$ (408,225)
Gains on dispositions of development properties and land, net	$ -	$ 184,877	$ 89,030	$ 188,363
Gains on other dispositions of investments in real estate, net	$ 4,047	$ 24,761	$ 129,584	$ 2,647
Operating income	$ 579,043	$ 1,411,790	$ 882,108	$ 834,851
Consolidated net earnings	$ 498,629	$ 1,279,491	$ 799,141	$ 675,884
Net earnings attributable to common unitholders	$ 474,819	$ 1,245,153	$ 765,075	$ 645,600
Net earnings per unit attributable to common unitholders – Basic (1)	$ 0.50	$ 1.31	$ 0.81	$ 0.68
Net earnings per unit attributable to common unitholders – Diluted (1)	$ 0.50	$ 1.31	$ 0.80	$ 0.68

(1) Quarterly earnings per common share or unit amounts may not total to the annual amounts due to rounding and the changes in the number of weighted average common shares or units outstanding included in the calculation of basic and diluted shares or units.

(2) Income allocated to the exchangeable OP units not held by the Parent has been included in the numerator and exchangeable OP units have been included in the denominator for the purpose of computing diluted earnings per share for all periods since the per share and unit is the same.

PROLOGIS, INC. AND PROLOGIS, L.P.
SCHEDULE III – REAL ESTATE AND ACCUMULATED DEPRECIATION
DECEMBER 31, 2024
(In thousands of U.S. dollars, as applicable)

			Initial Cost to Prologis		Costs Capitalized	Gross Amounts at Which Carried at December 31, 2024				
Description	No. of Bldgs.	Encum-brances	Land	Building & Improvements	Subsequent to Acquisition	Land	Building & Improvements	Total (a,b)	Accumulated Depreciation (c)	Date of Construction/ Acquisition
Operating Properties										
U.S. Markets										
Atlanta	179		813,718	2,332,278	645,540	839,564	2,951,972	3,791,536	(581,128)	1994-2023
Austin	10		12,783	52,335	12,071	12,837	64,352	77,189	(33,469)	1994-2015
Baltimore/Washington	100		560,092	1,074,578	353,379	576,599	1,411,450	1,988,049	(298,387)	1995-2023
Central PA	33		287,499	1,003,135	198,234	305,262	1,183,606	1,488,868	(313,112)	2004-2023
Central Valley	41		262,046	555,484	1,023,740	283,095	1,558,175	1,841,270	(373,377)	1999-2023
Charlotte	46		121,073	346,000	133,948	135,201	465,820	601,021	(120,019)	1994-2023
Chicago	240		1,165,264	3,119,959	881,151	1,192,776	3,973,598	5,166,374	(1,064,495)	1995-2024
Cincinnati	62		158,195	848,262	183,964	167,258	1,023,163	1,190,421	(170,097)	1996-2023
Columbus	34		78,965	429,338	105,610	82,215	531,698	613,913	(144,677)	1996-2022
Dallas/Ft. Worth	222		1,031,385	2,873,762	789,748	1,052,417	3,642,478	4,694,895	(741,755)	1994-2024
Denver	35		97,827	295,412	151,957	97,928	447,268	545,196	(182,500)	1993-2022
Houston	197		535,339	2,247,572	544,218	581,704	2,745,425	3,327,129	(538,599)	1993-2024
Indianapolis	45		121,482	744,088	166,432	132,593	899,409	1,032,002	(138,284)	1995-2023
Las Vegas	61		218,529	422,687	375,940	212,317	804,839	1,017,156	(176,768)	1996-2024
Lehigh Valley	67		1,254,531	2,279,491	548,286	1,333,324	2,748,984	4,082,308	(471,350)	2004-2023
Louisville	13		51,659	203,002	99,616	53,911	300,366	354,277	(101,924)	2005-2024
Nashville	51		252,598	712,194	334,403	257,372	1,041,823	1,299,195	(142,301)	1995-2024
New Jersey/New York City	161	(d)	2,951,128	3,972,239	873,256	3,008,971	4,787,652	7,796,623	(1,111,959)	1996-2023
Orlando	100	(d)	293,548	838,595	292,951	297,592	1,127,502	1,425,094	(235,964)	1994-2023
Phoenix	54		240,591	589,464	611,395	275,906	1,165,544	1,441,450	(189,145)	1992-2024
Portland	42	(e)	131,886	302,981	239,338	189,388	484,817	674,205	(110,474)	2006-2023
Raleigh Durham	40		125,129	469,010	50,320	129,869	514,590	644,459	(49,869)	2020-2024
Reno	20		45,324	142,279	251,159	46,578	392,184	438,762	(118,712)	1994-2024
San Antonio	15	(d)	22,758	81,350	44,908	22,981	126,035	149,016	(66,362)	1994-2016
San Francisco Bay Area	240	(d)	1,244,103	1,736,829	911,140	1,254,061	2,638,011	3,892,072	(1,063,924)	1993-2024
Savannah	27		225,576	522,311	43,808	227,478	564,217	791,695	(50,837)	2022-2023
Seattle	111		911,333	1,429,809	506,709	939,750	1,908,101	2,847,851	(437,289)	2008-2024
South Florida	177	(d)	1,380,890	2,118,394	503,532	1,400,314	2,602,502	4,002,816	(509,845)	1994-2023
Southern California	440	(e)	7,195,931	8,435,505	2,716,241	7,458,614	10,889,063	18,347,677	(2,541,272)	2005-2024
Tampa	26		92,357	244,738	36,048	99,091	274,052	373,143	(34,914)	2020-2022
Subtotal U.S. Markets:	2,889		21,883,539	40,423,081	13,629,042	22,666,966	53,268,696	75,935,662	(12,112,808)	
Other Americas Markets										
Brazil	5		-	44,890	200	-	45,090	45,090	(3,649)	2022
Canada	37	(d)	342,100	522,680	337,621	353,899	848,502	1,202,401	(192,320)	2008-2024
Mexico	2		2,423	2,287	18,132	3,513	19,329	22,842	(2,187)	2011-2023
Subtotal Other Americas Markets:	44		344,523	569,857	355,953	357,412	912,921	1,270,333	(198,156)	
Europe Markets										
Belgium	3		15,595	4,651	19	15,595	4,670	20,265	(801)	2022
Czech Republic	1		3,264	-	19,946	3,264	19,946	23,210	(453)	2023
France	2		5,187	-	52,179	4,454	52,912	57,366	(1,595)	2023
Germany	3		35,108	6,885	1,437	35,108	8,322	43,430	(7,215)	2011-2022
Hungary	3		7,357	-	26,760	7,357	26,760	34,117	(903)	2022-2023
Italy	1		3,468	-	8,395	3,474	8,389	11,863	(385)	2023
Netherlands	3		22,641	3,436	230	22,641	3,666	26,307	(1,081)	2023
Poland	1		7,515	-	30,163	6,938	30,740	37,678	(546)	2023
Slovakia	2		2,850	-	11,289	2,096	12,043	14,139	(981)	2021
Spain	6		16,469	33,608	39,989	15,697	74,369	90,066	(21,639)	2011-2023
Sweden	1		2,438	-	12,753	2,438	12,753	15,191	(305)	2023
United Kingdom	15		251,702	25,004	124,807	266,381	135,132	401,513	(7,029)	2019-2024
Subtotal Europe Markets:	41		373,594	73,584	327,967	385,443	389,702	775,145	(42,933)	
Asia Markets										
Japan	8		29,980	8,091	119,260	28,866	128,465	157,331	(10,303)	2019-2024
Singapore	5		-	135,306	5,576	-	140,882	140,882	(86,345)	2011
Subtotal Asia Markets:	13		29,980	143,397	124,836	28,866	269,347	298,213	(96,648)	
Total Operating Properties	2,987		22,631,636	41,209,919	14,437,798	23,438,687	54,840,666	78,279,353	(12,450,545)	

PROLOGIS, INC. AND PROLOGIS, L.P.
SCHEDULE III – REAL ESTATE AND ACCUMULATED DEPRECIATION
DECEMBER 31, 2024
(In thousands of U.S. dollars, as applicable)

Description	No. of Bldgs.	Encum-brances	Initial Cost to Prologis: Land	Initial Cost to Prologis: Building & Improvements	Costs Capitalized Subsequent to Acquisition	Gross Amounts at Which Carried at December 31, 2024: Land	Gross Amounts at Which Carried at December 31, 2024: Building & Improvements	Total (a,b)	Accumulated Depreciation (c)	Date of Construction/ Acquisition (f)
Development Portfolio										
U.S. Markets										
Atlanta	3		35,883	-	44,088	35,883	44,088	79,971		
Austin	4		101,412	-	274,419	101,412	274,419	375,831		
Central PA	1		13,549	-	55,476	13,549	55,476	69,025		2024
Central Valley	1		5,678	-	13,687	5,678	13,687	19,365		
Chicago	1		13,710	-	38,772	13,710	38,772	52,482		2024
Dallas/Ft. Worth	4		34,324	-	8,410	34,324	8,410	42,734		
Las Vegas	3		35,768	-	62,437	35,768	62,437	98,205		2024
Nashville	3		33,584	-	57,828	33,583	57,829	91,412		
New Jersey/New York City	3		98,505	-	130,008	98,505	130,008	228,513		2024
Orlando	2		4,697	-	18,112	4,697	18,112	22,809		
Portland	1		1,840	-	29,946	1,840	29,946	31,786		
Phoenix	2		11,563	-	61,827	11,563	61,827	73,390		2024
San Francisco Bay Area	3		59,741	-	119,611	59,741	119,611	179,352		2024
Seattle	1		21,350	-	44,435	21,350	44,435	65,785		2024
South Florida	4		55,054	13,679	68,639	56,457	80,915	137,372		2024
Southern California	1		38,979	-	86,359	38,979	86,359	125,338		
Subtotal U.S. Markets:	37		565,637	13,679	1,114,054	567,039	1,126,331	1,693,370		
Other Americas Markets										
Canada	5		85,018	-	148,192	85,018	148,192	233,210		2024
Mexico	10		104,509	-	126,592	104,509	126,592	231,101		2024
Subtotal Other Americas Markets:	15		189,527	-	274,784	189,527	274,784	464,311		
Europe Markets										
Belgium	1		8,953	-	37,524	8,953	37,524	46,477		2024
Czech Republic	1		64	-	5,574	64	5,574	5,638		2024
France	1		1,764	-	14,100	1,764	14,100	15,864		
Germany	2		18,267	-	24,113	18,267	24,113	42,380		
Italy	2		15,251	-	30,603	15,251	30,603	45,854		
Netherlands	4		31,722	-	70,875	31,722	70,875	102,597		2024
Poland	2		7,132	-	15,042	7,132	15,042	22,174		
Slovakia	1		2,597	-	14,533	2,597	14,533	17,130		2024
United Kingdom	9		75,016	-	60,488	75,016	60,488	135,504		
Subtotal Europe Markets:	23		160,766	-	272,852	160,766	272,852	433,618		
Asia Markets										
Japan	8		41,548	-	185,654	41,548	185,654	227,202		
India	2		10,700	-	412	10,700	412	11,112		
Subtotal Asia Markets:	10		52,248	-	186,066	52,248	186,066	238,314		
Total Development Portfolio	85		968,178	13,679	1,847,756	969,580	1,860,033	2,829,613		
GRAND TOTAL	**3,072**		**23,599,814**	**41,223,598**	**16,285,554**	**24,408,267**	**56,700,699**	**81,108,966**	**(12,450,545)**	

Schedule III – Footnotes

(a) The following table reconciles real estate assets per Schedule III to the Consolidated Balance Sheets in Item 8. Financial Statements and Supplementary Data at December 31, 2024 (in thousands):

Total operating properties and development portfolio per Schedule III	$	81,108,966	**(g)**
Land		4,453,522	
Other real estate investments [(i)]		5,683,688	
Total per Consolidated Balance Sheets	**$**	**91,246,176**	

(i) Included in other real estate investments were principally: (i) land parcels we own and lease to third parties; (ii) renewable energy assets, including solar panels and electric vehicle chargers, and energy storage systems; (iii) non-strategic real estate assets that we do not intend to operate long term; and (iv) non-industrial real estate assets that we intend to redevelop as industrial properties or data centers.

(b) The aggregate cost for federal tax purposes at December 31, 2024, of our real estate assets was approximately $68 billion (unaudited).

(c) Real estate assets (excluding land balances) are depreciated over their estimated useful lives. These useful lives are generally 5 to 7 years for capital improvements, 10 years for standard tenant improvements, 15 to 25 years for depreciable land improvements, 25 to 40 years for operating properties acquired based on the age of the building and 40 years for operating properties we develop.

The following table reconciles accumulated depreciation per Schedule III to the Consolidated Balance Sheets in Item 8. Financial Statements and Supplementary Data at December 31, 2024 (in thousands):

Total accumulated depreciation per Schedule III	$	12,450,545	**(g)**
Accumulated depreciation on other real estate investments [i]		307,614	
Total per Consolidated Balance Sheets	**$**	**12,758,159**	

(i) Accumulated depreciation in other real estate investments includes renewable energy assets.

(d) Properties with an aggregate undepreciated cost of $687.4 million secure $270.7 million of mortgage notes. See Note 8 to the Consolidated Financial Statements in Item 8. Financial Statements and Supplementary Data for more information related to our secured mortgage debt.

(e) Assessment bonds of $7.6 million are secured by assessments (similar to property taxes) on various underlying real estate properties with an aggregate undepreciated cost of $507.5 million. The assessment bonds are included in term loans and unsecured other debt in Note 8 to the Consolidated Financial Statements in Item 8. Financial Statements and Supplementary Data.

(f) Date of construction is provided for properties in the development portfolio that were completed but not yet stabilized.

(g) The following table summarizes our real estate assets and accumulated depreciation per Schedule III for the years ended December 31 (in thousands):

	2024	**2023**	**2022**
Real estate assets:			
Balance at beginning of year	$ 79,802,952	$ 73,250,949	$ 47,183,100
Acquisitions of and improvements to operating properties, development activity and net effect of changes in foreign exchange rates and other	5,627,171	7,138,283	25,281,173
Basis of operating properties disposed of	(2,481,169)	(404,914)	(445,558)
Change in the development portfolio balance, including the acquisition of properties	(1,537,842)	155,301	1,482,814
Assets transferred to held for sale and contribution	(302,146)	(336,667)	(250,580)
Balance at end year	**$ 81,108,966**	**$ 79,802,952**	**$ 73,250,949**
Accumulated depreciation:			
Balance at beginning of year	$ 10,654,290	$ 8,815,724	$ 7,451,382
Depreciation expense	1,925,386	1,837,145	1,357,180
Balances retired upon disposition of operating properties and net effect of changes in foreign exchange rates and other	(120,513)	7,697	9,090
Assets transferred to held for sale and contribution	(8,618)	(6,276)	(1,928)
Balance at end of year	**$ 12,450,545**	**$ 10,654,290**	**$ 8,815,724**