

PROLOGIS
Form 8-K
February 27, 2008

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

**FORM 8-K
CURRENT REPORT**

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

Date of Report (Date of earliest event reported): February 21, 2008

PROLOGIS

(Exact name of registrant as specified in charter)

Maryland
(State or other jurisdiction
of Incorporation)

1-12846
(Commission File Number)

74-2604728
(I.R.S. Employer Identification
No.)

4545 Airport Way, Denver,
Colorado

80239

(Address of Principal Executive
Offices)

(Zip Code)

Registrant's Telephone Number, including Area Code: (303) 567-5000

N/A

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

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

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 22, 2008, Lawrence V. Jackson was appointed as a new member of ProLogis' s board of trustees effective as of March 1, 2008. He has not been appointed to serve on any committees of ProLogis' s board of trustees.

On February 21, 2008, K. Dane Brooksher, Walter C. Rakowich, and Nelson C. Rising notified ProLogis of their decisions to retire from the board of trustees of ProLogis effective following the meeting of the board of trustees on May 9, 2008. They will not stand for re-election as trustees at the next annual meeting of the shareholders of ProLogis on May 9, 2008.

A copy of the ProLogis announcement concerning these matters has been filed as an exhibit to this report and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits. The following document has been filed as an exhibit to this report and is incorporated by reference herein as described above.

Exhibit No. Description

99.1 Press Release, dated February 27, 2008.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

PROLOGIS

Date: February 27, 2008

By: /s/ Edward S. Nekritz

Name: Edward S. Nekritz

Title: General Counsel and Secretary

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EXHIBIT INDEX

| Exhibit | Description |
|--------------|---|
| Exhibit 99.1 | Press Release, dated February 27, 2008. |

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