

PROLOGIS
Form 425
February 01, 2011

**Filed by AMB Property Corporation
Pursuant to Rule 425 under the Securities Act of 1933
and deemed filed Pursuant to Rule 14a-12
under the Securities Exchange Act of 1934
Subject Company: ProLogis
Commission File No.: 1-12846**

Transaction Fact Sheet⁽¹⁾ A Leading Global Provider of Industrial Real Estate **World Class Platform**
The undisputed leader in the industrial sector The best customer franchise in the real estate industry The
only player in industrial real estate active on four continents The world's leading industrial property
developer A global leader in real estate investment management The best and most diverse real estate
organization **Strategy** Align portfolio in targeted regions to serve the needs of key customers
Significantly enhance asset utilization Fuel growth through development and land bank monetization
Capitalize on world-class combined investment management franchise Create one of strongest balance
sheets in the real estate sector Build the most effective and efficient organization in the industry
Transaction Overview Merger 100% stock merger of equals Each ProLogis share to be converted into
0.4464 of an AMB share Preserves UPREIT Structure **Company Name** ProLogis Ticker symbol will be
(NYSE: PLD) **Headquarters** Corporate San Francisco / Operational Denver **Gross G&A Synergies**
~\$80 million annual run rate **Closing** Expected by the end of second quarter 2011 **Combined Platform**
Americas Europe Asia **\$4.8B \$27.8B \$12.8B Total AUM**⁽²⁾ Total: \$46 Billion **30M 144M 423M Square**
Feet Owned / Managed⁽³⁾ Total: 598 Million **\$1.8B \$13.9B \$10.0B Private Capital AUM** Total: \$25.7
Billion (1) See Investor Presentation for definitions, reconciliations and disclaimers (2) AUM defined as
book value of owned / managed operating properties (3) Represents owned / managed assets at 100%
share **About ProLogis** ProLogis is the leading global provider of distribution facilities, with more than
475 million square feet of industrial space (44 million square meters) in markets across North America,
Europe and Asia. The company leases its industrial facilities to more than 4,400 customers, including
manufacturers, retailers, transportation companies, third-party logistics providers and other enterprises
with large-scale distribution needs. **About AMB** AMB Property Corporation(R) is a leading owner,
operator and developer of global industrial real estate, focused on major hub and gateway distribution
markets in the Americas, Europe and Asia. As of December 31, 2010, AMB owned, or had investments
in, on a consolidated basis or through unconsolidated joint ventures, properties and development projects
expected to total approximately 159.6 million square feet (14.8 million square meters) in 49 markets
within 15 countries.

Transaction Fact Sheet Cautionary Statement Regarding Forward-Looking Statements In addition to historical information, this document contains forward-looking statements within the meaning of Section 27A of the U.S. Securities Act of 1933, as amended, and Section 21E of the U.S. Securities Exchange Act of 1934, as amended. These forward-looking statements, which are based on current expectations, estimates and projections about the industry and markets in which ProLogis and AMB operate and beliefs of and assumptions made by ProLogis management and AMB management, involve uncertainties that could significantly financial results of ProLogis or AMB or the combined-tends, plans, believes, seeks, estimates, looking statements, which generally are not historical in nature. Such forward-looking statements include, but are not limited to, statements about the benefits of the business AMB, including future combination results, the combined company s plans, objectives, expectations and intentions. All statements that address operating performance, events or developments that we expect or anticipate will occur in the future including statements relating to rent and occupancy growth, development activity and changes in sales or contribution volume of developed properties, general conditions in the geographic areas where we operate and the availability of capital in existing or new property funds are forward-looking statements. These statements are not guarantees of future performance and involve certainAlthough believe the expectations reflected in any forward-looking our expectations will be attained and therefore, actual outcomes and results may differ materially from what is expressed or forecasted in such forward-looking statements. Some of the factors that may affect outcomes and results include, but are not limited to: (i) national, international, regional and local economic climates, (ii) increased or unanticipated competition for our properties, (iv) risks associated with acquisitions, (v) maintenance of real estate investment trust (REIT) status, (vi) availability of financing and with achieving expected revenue synergies or cost savings, (ix) risks associated with the ability to consummate the merger and the timing of the closing of the merger, and (x) those additional-mission (SEC) by ProLogis and AMB from time to time,-tive most recently filed reports AMB undertakes any duty to on Form 10-K and 10-Q. statements appearing in this document. **Additional Information about the Proposed Transaction and Where to Find It:** In connection with the proposed transaction, AMB expects a joint proxy statement of ProLogis and AMB that also relevant documents with the SEC regarding ORS ARE URGED the TO READ THE proposed STATEMENT/PROSPECTUS AND OTHER RELEVANT DOCUMENTS FILED AVAILABLE, BECAUSE THEY WILL CONTAIN IMPORTANT INFORMATION. -ment/prospectus (if and when it becomes available) AMB with the and SEC website at www.sec.gov. Copies of the documents filed by at www.prologis.com or by contacting ProLogis Investor SEC will be available free of charge on AMB s website at AMB and ProLogis and their respective directors and deemed to be participants in the solicitation of You can findproxies executive officers and directors in AMB s definitive proxy about ProLogis executive officers and directors in -tional information regarding the interests of such potential relevant documents filed with the You may SEC obtain if and free when copiesthey ProLogis using the sources indicated above. This document shall not constitute an offer to sell or the solicitation of an offer to buy any securities, nor shall there be any sale of securities in any jurisdiction in which such offer, solicitation laws of any such jurisdiction. No offering of securities -tion 10 of the U.S. Securities Act of 1933, as amended. **Investor Contacts:**
ProLogis AMB Melissa Marsden Tracy A. Ward Managing Director, IR & Corp. Comm. Vice President, IR & Corp.Comm. Direct +1 303 567 5622 Direct +1 415 733 9565 email mmarsden@prologis.com email tward@amb.com