

PROLOGIS  
Form 8-K  
May 14, 2003

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SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

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**FORM 8-K**

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934

Date of report (Date of earliest event reported)

May 14, 2003

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**ProLogis**

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(Exact Name of Registrant as Specified in Charter)

Maryland  
(State or Other Jurisdiction  
of Incorporation)

1-12848  
(Commission  
File Number)

74-2604728  
(IRS Employer  
Identification No.)

14100 East 35<sup>th</sup> Place, Englewood CO 80011

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(Address of Principal Executive Offices)

Registrant's telephone number, including area code

(303) 375-9292

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(Former Name or Former Address, if Changed Since Last Report)

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ITEM 9: REGULATION FD DISCLOSURE

On May 14, 2003, ProLogis filed its Quarterly Report on Form 10-Q for the quarter ended March 31, 2003. The following certifications, pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, by the Chief Executive Officer and Chief Financial Officer of ProLogis accompanied that filing. These certifications are being furnished under Item 9 of this Form 8-K for the information of ProLogis investors and shall not be deemed filed for the purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that section.

**Certification**

Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned, being the Chief Executive Officer of ProLogis (the Company), hereby certifies that the Company's Quarterly Report on Form 10-Q for the quarterly period ended March 31, 2003 (the Report), which accompanies this certification, fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934 and that the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: May 14, 2003

/s/ K. Dane Brooksher

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Name: K. Dane Brooksher  
Title: Chairman and Chief Executive Officer

**Certification**

Pursuant to Section 906 of the Sarbanes-Oxley Act of 2002, the undersigned, being the Chief Financial Officer of ProLogis (the Company), hereby certifies that the Company's Quarterly Report on Form 10-Q for the quarterly period ended March 14, 2003 (the Report), which accompanies this certification, fully complies with the requirements of Section 13(a) of the Securities Exchange Act of 1934 and that the information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company.

Dated: May 14, 2003

/s/ Walter C. Rakowich

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Name: Walter C. Rakowich  
Title: Managing Director and Chief Financial Officer

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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 thereunto duly authorized.

**PROLOGIS**

By: /s/ Walter C. Rakowich

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Walter C. Rakowich  
Managing Director and Chief  
Financial Officer

May 14, 2003