

Public Auction of preferential subscription rights
convertible into Class A(1) convertible preferred units

of

ProLogis European Properties
a fonds commun de placement
c/o ProLogis Management S.à r.l.
34-38 Avenue de la Liberté
L-1930 Luxembourg
(the “**Issuer**”)

on 21 December 2009

In the course of the public auction the bidding broker

in its own name or for and on behalf of _____
(please indicate if bidding broker purchases in its own name or for and on behalf of its client)

has successfully bid for:

number of preferential subscription rights _____

aggregate price payable in respect of all the preferential subscription rights _____
EURO

The price payable in respect of the preferential subscription rights referred to above must be wired by the bidding broker on behalf of the Purchaser, or by the Purchaser itself, to the following account:

PROLOGIS EUROPEAN PROPERTIES
IBAN: LU94 1620 8000 0000 7906
SWIFT: ABNALULL

The preferential subscription rights are to be recorded in the register of holders of preferential subscription rights of the Issuer in the name of the purchaser of such preferential subscription rights as set forth below (the “**Purchaser**”):

Name: _____

Address: _____

Payment by the Purchaser for the price payable in respect of the preferential subscription rights must be received on or before 4pm CET on 22 December 2009. Failure to make payment by the appropriate time will result in the Purchaser of preferential subscription rights having no right to exercise or transfer the preferential subscription rights and the preferential subscription rights becoming null and void. Bank charges, if any, must be paid in addition to the aforementioned price payable in respect of the preferential subscription rights.

The Purchaser acknowledges that it has received and read the Issuer's prospectus dated 13 November 2009 (the "**Prospectus**") as well as the Issuer's Management Regulations dated 13 November 2009 and represents and warrants for the benefit of the Issuer, its management company and their respective advisors as of the date hereof and the date it pays the price payable in respect of the preferential subscription rights that it is aware of, understands and meets all representations and warranties, to the extent applicable to it, set out in Part IX of the Prospectus including that it is not a U.S. Person nor purchasing on behalf of a U.S. Person.

To the extent the bidding broker has bid for preferential subscription rights on behalf of its client, the statements, representations, warranties and acknowledgements in the above paragraph are given only by such client of the bidding broker and not by the bidding broker itself.

All capitalised terms used but not defined herein shall have the meaning ascribed to them in the Prospectus.

Dated: 21 December 2009

Bidding broker
By:

Bailliff