Edgar Filing: Zoetis Inc. - Form 4

Zoetis Inc.										
Form 4 July 16, 201	1									
•								OMB A	PPROVAL	
FORM	/ 4 UNITED	STATES		RITIES . ashingtor			E COMMISSION		3235-0287	
Check the check	aar			U				Expires:	January 31,	
if no longer subject to Section 16. Form 4 or					I BENEI RITIES	Estimated burden hou response	urs per			
Form 5 obligation may cor <i>See</i> Inst 1(b).	ons ntinue. Section 17((a) of the l	Public U	Jtility Ho	lding Co		nge Act of 1934, of 1935 or Section 1940	·		
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> Chen Heidi C.				2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer			
			Zoetis Inc. [ZTS]				(Check all applicable)			
(Last)	(First) (Middle)		of Earliest 7	Fransactior	l	Director	100	7 O	
			(Month/Day/Year) 07/15/2014			Director 10% Owner X Officer (give title Other (specify below) below) Executive Vice President				
Filed				4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
FLOKHAN	/I PARK, NJ 0793	52					Person		1 0	
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Securities A	Acquired, Disposed of	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	asaction Date 2A. Deemed h/Day/Year) Execution Date, if any (Month/Day/Year)		Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3,	(A) or d of (D) 4 and 5) (A) or	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code V	Amount	(D) Price				

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Phantom Stock Unit <u>(1)</u>	<u>(2)</u>	07/15/2014		А		515.5207		(1)	<u>(1)</u>	Common Stock	165.3677

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer	Other			
Chen Heidi C. C/O ZOETIS INC. 100 CAMPUS DRIVE FLORHAM PARK, NJ 07932			Executive Vice President				
Signatures							

/s/ Katherine H. Walden, as Attorney-in-Fact

07/16/2014

Date

**Signature of Reporting Person

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

These phantom stock units, which were acquired pursuant to the Zoetis Supplemental Savings Plan, are settled in cash following the
 (1) reporting person's separation from service and may be transferred by the reporting person into an alternative investment fund at any time, provided Zoetis may limit the timing, frequency and permissibility of transfers from one investment fund to another at any time.

Each phantom stock unit represents a fraction of a phantom share of Zoetis common stock, plus a small amount of cash-equivalent investments (the cash-equivalent investments typically represent around 5% of the total value of the phantom stock unit). Accordingly,

(2) Investments (the cash-equivalent investments typically represent around 5% of the total value of the phantom stock unit). Accordings the value of each phantom stock unit is determined by reference to the market value of Zoetis common stock and the value of the cash-equivalent investments.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.