Edgar Filing: Zoetis Inc. - Form 4

Zoetis Inc.										
Form 4										
January 02,	2014									
FORM			anau			CHANGE			PPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OND	3235-0287	
Check this box Washington, D.C. 20549								Number:	January 31,	
if no lo		MENT OF	CHAP	NGES IN	BENEE	Expires:	2005			
subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES							Estimated burden hor	•		
Form 4		SECONTIES								
Form 5	Filed put	rsuant to Se	ection	16(a) of th	ne Securi	ties Excha	nge Act of 1934	response	. 0.5	
obligati may co		(a) of the P	ublic U	Itility Hol	ding Co	mpany Act	of 1935 or Sect	ion		
See Inst		30(h) a	of the I	nvestmen	t Compa	ny Act of 1	940			
1(b).										
(Duint an Tama	D)									
(Print or Type	(Kesponses)									
1. Name and	Address of Reporting	Person *	2 Iccu	er Name an	d Ticker o	Trading	5. Relationship	of Reporting Per	rson(s) to	
				2. Issuer Name and Ticker or Trading ymbol			Issuer			
5 yii				Inc. [ZTS	1					
(Last)			-	-		(Check all applicable)				
(Eust)	(First) ((Middle) 3. Date of Earliest Transactio (Month/Day/Year)			Tansaction		X Director	109	% Owner	
				2/31/2013			Officer (give title Other (specify			
DRIVE							below)	below)		
(Street) 4.			4. If Am	4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
				onth/Day/Yea	ır)		Applicable Line)			
Form filed by M								ne Reporting Person ore than One Reporting		
FLORHAN	M PARK, NJ 0793	32					Person		eporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deeme		3.	4. Securit		5. Amount of	6. Ownership	7. Nature of	
Security		Execution I		Transactio			Securities	Form: Direct	Indirect	
(Instr. 3)		any (Month/Day/Year)		Code Disposed (Instr. 8) (Instr. 3, 4			Beneficially	(D) or Indirect		
						4 and 5)		(I) (Instr. 4)		
						()	Reported	(1130. 4)	(1130.4)	
						(A) or	Transaction(s)			
				Code V	Amount	(D) Price	(Instr. 3 and 4)			
Domindar: Do	nort on a congrate lin	a for each als	an of and	unition hora	ficially	nad diractly	orindiraatly			
Kenninder: Re	port on a separate line	e for each cla	ss of sec	unties bene	-	-	or indirectly. spond to the colle	action of	SEC 1474	
							tained in this form		(9-02)	

Persons who respond to the collection of SEC 14 information contained in this form are not (9-0 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)	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>	12/31/2013		A		764.7599		(2)	(2)	Common Stock	764.7599

Reporting Owners

Reporting Owner Name / Address	Relationships						
1	Director	10% Owner	Officer Other				
PARENT LOUISE M C/O ZOETIS INC. 100 CAMPUS DRIVE FLORHAM PARK, NJ 07932	Х						
Signatures							
/s/ Katherine H. Walden, as		01	102/2014				

Attorney-in-Fact

01/02/2014

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).
- (1) Each phantom stock unit represents one share of Zoetis Common Stock.

These phantom stock units were acquired pursuant to the Zoetis Non-Employee Director Deferred Compensation Plan and represent the director's deferral of all or a portion of his or her cash retainer fees invested in the Zoetis stock fund (including dividend equivalents

(2) thereon). These phantom stock units will be settled in cash following the 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.

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.