## Edgar Filing: Zoetis Inc. - Form 4

Zoetis Inc.											
Form 4											
April 04, 20	017										
FOR	ЛД								PPROVAL		
	UNITED	STATES S		RITIES A			N OMB Number:	3235-0287			
	this box							Expires:	January 31,		
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Section				SECUI	RITIES			burden hours per			
Form 4							response 0.8				
Form 5 obligati	i neu pu						nge Act of 1934				
may co				•	•	• •	of 1935 or Section	ion			
See Ins	truction	30(h) of	t the Ii	nvestmen	t Compar	ny Act of 1	940				
1(b).											
(Print or Type	e Responses)										
				er Name <b>an</b>	<b>d</b> Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer				
i chion i m			Symbol Zoetis	Inc. [ZTS	1						
	<b>—</b>			-	-		(Check all applicable)				
(Last)	(First) (		B. Date of Earliest Transaction				<b>D</b> .	100			
C/O ZOETIS INC., 10 SYLVAN 03/2 WAY				Day/Year)			Director X Officer (gi		% Owner ner (specify		
			)5/51/2	2017			below) below)				
,,,,,,							Exect	utive Vice Presic	lent		
(Street) 4. If			. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
Filed(1				onth/Day/Yea	ur)			plicable Line) _ Form filed by One Reporting Person _ Form filed by More than One Reporting			
PARSIPPA	ANY, NJ 07054						Person	More than One R	eporting		
(City)	(State)	(Zip)	Tab	ole I - Non-I	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date	2A. Deemed Execution Date, if any (Month/Day/Year)		3. 4. Securities			5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)				onAcquired (A) or Disposed of (D)		Securities	Form: Direct	Indirect		
(Instr. 3)				Code (Instr. 8)	-		Beneficially Owned	(D) or Indirect (I)	Ownership		
		(intoinin Duji	, i cui)	(msu: o)	(111541.5,	rund 5)	Following	(Instr. 4)	(Instr. 4)		
						(A)	Reported				
						or	Transaction(s)				
				Code V	Amount	(D) Price	(Instr. 3 and 4)				
Reminder D	eport on a separate line	e for each clas	s of see	urities here	ficially ow	ned directly	or indirectly				
Renninder. Ro	port on a separate line	e for each clas	5 01 300	unites belle	•	•	spond to the colle	ection of	SEC 1474		

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 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	Transaction	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities Acquired	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	<ul><li>(A) or Disposed of</li><li>(D)</li><li>(Instr. 3, 4, and 5)</li></ul>					
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number or Shares
Phantom Stock Unit <u>(1)</u>	<u>(2)</u>	03/31/2017		А		1,334.6427		<u>(1)</u>	<u>(1)</u>	Common Stock	427.625

## **Reporting Owners**

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer	Other	
Fenton Andrew C/O ZOETIS INC. 10 SYLVAN WAY PARSIPPANY, NJ 07054			Executive Vice President		
Signatures					
/s/ Katherine H. Walden, as Attorney-in-Fact		04,	/04/2017		

<u>\*\*</u>Signature of Reporting Person

Date

## **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). According to 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.