## Edgar Filing: Zoetis Inc. - Form 4

Zoetis Inc.										
Form 4										
April 10, 20	)15									
FORM	ЛЛ							OMB A	PPROVAL	
	/I 4 UNITED	STATES			AND EX( , D.C. 20:		COMMISSIO	N OMB Number:	3235-0287	
Check t				0	·			Expires:	January 31,	
if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNE								י ז	2005	
Section	subject to Section 16. Form 4 or								average urs per	
Form 5		rement to S	Section	16(2) of th	a Sacurit	ies Excha	nge Act of 1934,	response	. 0.5	
obligati	-						of 1935 or Secti			
may con	iunue.			•	•	y Act of 1		on		
See Inst	ruction	50(II)	of the I	ivestinen	Compan	y Act of 1	940			
1(b).										
(Print or Type	Responses)									
1. Name and	uer Name and Ticker or Trading			5. Relationship of Reporting Person(s) to Issuer						
Knupp Catherine A.								Symbol		
			Zoetis	Inc. [ZTS	]		(Ch	oolt oll omnliggh	all applicable)	
(Last) (First) (Middle) 3			3 Date of	of Earliest T	ransaction		(Chi	eck all applicabl	e)	
()	()			Day/Year)	runsaetion		Director	109	% Owner	
			04/09/2015				X Officer (give title Other (specify			
			0 0	-010			below)	below)	below) ve Vice President	
			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
			Filed(Mo	onth/Day/Yea	r)		Applicable Line)			
							_X_ Form filed by Form filed by	One Reporting P More than One R		
FLORHAM	A PARK, NJ 0793	32					Person	More than one R	oporting	
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative S	Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date	2A. Deemo	ed	3.	4. Securiti	es	5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if		TransactionAcquired (A) or			Securities	Form: Direct	Indirect	
(Instr. 3)		any		Code Dispos			Beneficially	(D) or Indirect		
		(Month/Da	ay/Year)	(Instr. 8)	(Instr. 3, 4	and 5)	Owned	(I) (Instr. 4)	Ownership	
							Following Reported	(Instr. 4)	(Instr. 4)	
						(A)	Transaction(s)			
						or	(Instr. 3 and 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	í	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>	04/09/2015		A		690.7916		(1)	(1)	Common Stock	219.3319

# **Reporting Owners**

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

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

04/10/2015

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) 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.