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Zoetis Inc.									
Form 4									
October 17	, 2016								
FOR			CUDITIEC					PPROVAL	
Washington, D.C. 20549								3235-0287	
if no lo	this box				Expires:	January 31, 2005			
subject	HANGES IN		Estimated						
	Section 16. SECURITIES						burden hou	urs per	
Form 4 Form 5		report to Soct	on $16(a)$ of t	ha Saauri	tion Excha	inge Act of 1934	response	. 0.5	
obligat	ions Section 17					t of 1935 or Secti			
may co	ontinue.		he Investmen	•	- ·		ion		
<i>See</i> Ins 1(b).	truction			u compu					
(Print or Type	e Responses)								
		D *				5 D I I .			
1. Name and Chen Heic	Address of Reporting	Issuer Name an	d Ticker o	r Trading	5. Relationship of Reporting Person(s) to Issuer				
	n C.	Syn	etis Inc. [ZTS	21		1000001			
			-	-		(Check all applicable)			
(Last)	(First) (Date of Earliest	Fransaction	L	Disector	100	7 0	
			(Month/Day/Year) 10/14/2016			Director X Officer (gi		% Owner her (specify	
			10/14/2010			below)	below) utive Vice Presic	lant	
			. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check			
		d(Month/Day/Ye	ar)	Applicable Line) _X_ Form filed by	ne) d by One Reporting Person				
PARSIPP	ANY, NJ 07054					Form filed by	More than One R		
		(7.)				Person			
(City)	(State)	(Zip)	Table I - Non-	Derivative	e Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
1.Title of	2. Transaction Date		3.	4. Securi	d (A) or	5. Amount of	6. Ownership	7. Nature of	
Security (Instr. 3)	(Month/Day/Year)	Execution Date any	, if Transaction Code	onAcquired Disposed		Securities Beneficially	Form: Direct (D) or Indirect	Indirect Beneficial	
(11150.5)		(Month/Day/Ye		-		Owned	(I) or muneet	Ownership	
		`` `	, , , ,		,	Following	(Instr. 4)	(Instr. 4)	
					(A)	Reported Transaction(s)			
			~		or	(Instr. 3 and 4)			
			Code V	Amount	(D) Price				
Reminder: R	eport on a separate line	e for each class o	f securities bene	eficially ow	ned directly	or indirectly.			
				Perso	ons who rea	spond to the colle	ection of	SEC 1474	

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>	10/14/2016		A		419.1021		(1)	<u>(1)</u>	Common Stock	134.1327

Reporting Owners

Reporting Owner Name / Address	Relationships							
1	Director	10% Owner	Officer	Other				
Chen Heidi C. C/O ZOETIS INC. 10 SYLVAN WAY PARSIPPANY, NJ 07054			Executive Vice President					
Signatures								
/s/Katherine H Walden as								

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

10/17/2016

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.