## Edgar Filing: Zoetis Inc. - Form 4

Zoetis Inc.											
Form 4											
May 02, 201	14										
FORM	ΛΔ								PPROVAL		
-	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-0287		
Check th								Expires:	January 31,		
if no lon subject t		AENT O	F CHAN	NGES IN	BENEF	ICIAL OV	WNERSHIP OF	र ं	2005		
Section				SECU	RITIES				Estimated average burden hours per		
Form 4 of	or							response			
Form 5	Filed put	suant to S	Section	16(a) of th	ne Securit	ies Excha	nge Act of 1934,				
obligation may con		a) of the l	Public U	Jtility Hol	ding Con	npany Act	of 1935 or Secti	on			
See Inst		30(h)	of the In	nvestment	t Compan	y Act of 1	940				
1(b).					-	-					
(Print or Type	Responses)										
1. Name and Address of Reporting Person <sup>*</sup> _ 2. Issuer Name <b>and</b> Tick						Trading					
Beaty Sandra J. S				Symbol			Issuer				
			Zoetis	oetis Inc. [ZTS]			(Check all applicable)				
(Last)	(First) (	Middle)	3 Date of	of Earliest T	ransaction		(Chi	eck an applicabl	e)		
~ /	· · · · · ·	,		Day/Year)			Director	109	% Owner		
C/O ZOETIS INC., 100 CAMPUS DRIVE				04/30/2014			X Officer (gi	ve title Oth	ner (specify		
							below) below) Executive 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 One Reporting Person				
	ADADIA NU AZAG							More than One R			
FLORHAM	1 PARK, NJ 0793	52					Person		1 0		
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date	2A. Deem	ed	3.	4. Securiti	ies	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if any			nAcquired		Securities	Form: Direct	Indirect		
(Instr. 3)				Code Disposed of (D)			Beneficially	(D) or Indirect			
		(Month/Da	ay/Year)	(Instr. 8)	(Instr. 3, 4	and 5)	Owned Following	(I) (Instr. 4)	Ownership (Instr. 4)		
							Reported	(IIIsu. 4)	(IIISU. 4)		
						(A)	Transaction(s)				
				<b>C</b> 1 <b>V</b>		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	vative		(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>	<u>(2)</u>	04/30/2014		А	63.6232		<u>(1)</u>	<u>(1)</u>	Common Stock	20.4788

# **Reporting Owners**

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

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

05/02/2014

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).

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. font-size:10.0pt;">Ira J. Krakower

Senior Vice President

### Exhibit Index

Exhibit No.

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Description

Bylaws of Hexcel Corporation, amended and restated as of May 7, 2009.