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Zoetis Inc.										
Form 4										
September (03, 2014									
FORM	ΛΔ							PPROVAL		
	UNITED	STATES SECU W	RITIES A ashington			COMMISSIO	N OMB Number:	3235-0287		
Check the check	ger						Expires:	January 31,		
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Section	on 16. SECURITIES							urs per		
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<i>See</i> Inst 1(b).	ruction		in vestinen	t Compu	ly 1100 01 1	210				
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(Print or Type	Responses)									
1. Name and . Herendeen	Address of Reporting		er Name an	d Ticker or	Trading	5. Relationship of Reporting Person(s) to Issuer				
Herendeen	Paul	•	Symbol Zoetis Inc. [ZTS]			Issuel				
		Zoetis				(Check all applicable)				
(Last)	(First) (3. Date of Earliest Transaction							
			(Month/Day/Year) 09/02/2014			Director X Officer (gi		% Owner ner (specify		
DRIVE	15 INC., 100 CA	WIF US 09/02/	2014			below)	below)			
DRIVE						Exe	ec. V.P. and CF)		
	(Street)		nendment, D	-	1	6. Individual or	Joint/Group Fili	ng(Check		
		Filed(M	onth/Day/Yea	ur)		Applicable Line) _X_ Form filed by	/ One Reporting P	erson		
FLORHAN	4 PARK, NJ 0793	32				Form filed by	More than One R			
		-				Person				
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative	Securities A	cquired, Disposed	of, or Beneficia	lly Owned		
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securit	ies	5. Amount of	6. Ownership	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if		onAcquired		Securities	Form: Direct	Indirect		
(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	Disposed (Instr. 3, 4		Beneficially Owned	(D) or Indirect (I)	Ownership		
		()	((Following	(Instr. 4)	(Instr. 4)		
					(A)	Reported				
					or	Transaction(s) (Instr. 3 and 4)				
			Code V	Amount	(D) Price	(
Reminder: Re	port on a separate lin	e for each class of se	curities bene	ficially own	ned directly of	or indirectly.				
				•	•	mond to the colle	oction 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	8.1
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities	De
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Sec

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Acquired or Dispose (D) (Instr. 3, 4 and 5)	ed of					(In
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	<u>(2)</u>	09/02/2014		А	12,330		(3)	(4)	Common Stock	12,330	\$
Stock Option (6)	<u>(7)</u>	09/02/2014		А	50,636		(8)	(9)	Common Stock	50,636	

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Herendeen Paul C/O ZOETIS INC. 100 CAMPUS DRIVE FLORHAM PARK, NJ 07932			Exec. V.P. and CFO					
Signatures								
/s/ Katherine H. Walden, as Attorney-in-Fact		09/	03/2014					
**Signature of Reporting Person	ı		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).

Represents restricted stock units granted pursuant to the Zoetis Inc. 2013 Equity and Incentive Plan (each an "RSU" and collectively, "RSUs"). Restricted stock units vest and are settled in shares of Zoetis common stock on the third anniversary of the date of grant, subject (1) to the reporting percents approach continued corrige through such vesting date and subject to correct and settlement upon cortain specific

to the reporting person's continued service through such vesting date and subject to earlier vesting and settlement upon certain specific events.

- (2) Each RSU represents a contingent right to receive one share of Zoetis Inc. common stock.
- (3) Each RSU will be settled in shares of Zoetis Inc. common stock upon vesting.
- (4) Not applicable.
- (5) The RSUs vest as follows: 12,330 RSUs will vest on September 2, 2017.
- (6) Stock options (right to buy Zoetis Inc. common stock) granted pursuant to the Zoetis Inc. 2013 Equity and Incentive Plan. The options vest on the third anniversary of the date of grant.
- (7) 50,636 options granted September 2, 2014 at an exercise price of \$35.48 per option.
- (8) Each option vests on the third anniversary of the date of grant.
- (9) Each option expires on the tenth anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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