#### Edgar Filing: Zoetis Inc. - Form 4

Zoetis Inc.											
Form 4											
February 27,	2014										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION									OMB APPROVAL		
	UNITEI	<b>JSIAIE</b>					NGE (	COMMISSION	OMB Number:	3235-0287	
Check thi	is box		vv as	hington,	D.C. 20:	549				January 31,	
if no long		MENT O	F CHAN	GES IN BENEFICIAL OWNERSHIP OF					Expires: 2005		
subject to				SECURITIES					Estimated average burden hours per response 0.5		
Section 16. Form 4 or											
Form 5	Filed p	ursuant to	Section 1	6(a) of the	Securiti	ies Ez	xchang	e Act of 1934,	. copencen	0.0	
obligatior may conti		7(a) of the	Public Ut	ility Hold	ing Com	ipany	Acto	f 1935 or Sectio	n		
See Instru		30(h)	of the In	vestment (	Compan	y Act	of 194	40			
1(b).											
	<b>,</b> ,										
(Print or Type R	(esponses)										
1. Name and A	ddress of Reportin	g Person *	2 Issuer	Name and Ticker or Trading				5. Relationship of Reporting Person(s) to			
Chen Heidi C. Symbol			Inc. [ZTS]				Issuer				
bymbor											
(Last)	(First)	(Middle)		Earliest Tra	insaction			(Chec	k all applicable	e)	
(Eust)	(Thist)	(initiality)	(Month/D		lisaction			Director	10%	Owner	
C/O ZOETI	S INC., 100 CA	MPUS	02/25/20	•				Officer (give title Other (specify			
DRIVE								below) Executi	below) ve Vice Presid	ent	
	(Street)		4 If Amo	ndment, Dat	o Original						
	(Succe)			th/Day/Year)	-			6. Individual or Jo Applicable Line)	mirotoup rim	Ig(Check	
			T nea(mon	uir Duyr I cui)				_X_ Form filed by (	One Reporting Pe	erson	
FLORHAM	PARK, NJ 079	932						Form filed by N Person	Iore than One Re	eporting	
(City)	(State)	(Zip)									
(City)	(State)	(Zip)	Tabl	e I - Non-Do	erivative S	Securi	ties Acc	uired, Disposed of	f, or Beneficial	ly Owned	
1.Title of	2. Transaction D			3. Terrer etie				5. Amount of	6. Ownership		
Security (Instr. 3)	(Month/Day/Yea	any	on Date, if	Transaction(A) or Disposed of Code (D)				Beneficially ( Owned I	Indirect (I) C	Beneficial	
(11047.0)		•	/Day/Year)	× 7			Ownership				
								Following	(Instr. 4)	(Instr. 4)	
						(A)		Reported Transaction(s)			
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common									_		
Stock $(1)$	02/25/2014			М	1,054	А	<u>(1)</u>	3,669.7105	D		
Common							¢				
Stock	02/25/2014			F	451	D	, р 29.7	3,218.7105	D		

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.

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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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		Underlying Securities (Instr. 3 and 4)		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Unit	(1)	02/25/2014		М	1,054	(2)	(2)	Common Stock	1,054	g

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
1 0	Director	10% Owner	Officer	Other			
Chen Heidi C. C/O ZOETIS INC. 100 CAMPUS DRIVE FLORHAM PARK, NJ 07932			Executive Vice President				
Signatures							
/s/ Katherine H. Walden, as Attorney-in-Fact		02/	27/2014				
**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).

(1) Acquisition of common stock upon vesting and settlement of restricted stock units (RSUs). Each RSU represents a right to receive one share of Zoetis common stock upon vesting of the RSU.

Restricted stock units previously granted under the Zoetis Inc. 2013 Equity and Incentive Plan. The restricted stock units vest as follows
(2) and are settled in common stock upon vesting: 1,054 restricted stock units vested on February 24, 2014; 2,856 restricted stock units will vest on February 23, 2015; 5,650 restricted stock units will vest on August 15, 2016.

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.