Zoetis Inc. Form 4							
March 06, 2014							
FORM 4 UNITED					PPROVAL		
UNITED		URITIES AND EXCHANG ashington, D.C. 20549	E COMMISSION	OMB Number:	3235-0287		
Check this box if no longer				Expires:	January 31, 2005		
subject to Section 16. Form 4 or	AENT OF CHA	ANGES IN BENEFICIAL (SECURITIES	Estimated average burden hours per				
	suant to Section	16(a) of the Securities Exch	ange Act of 1934	response	0.5		
abligations	a) of the Public	Utility Holding Company A	ct of 1935 or Section	n			
See Instruction 1(b).	30(h) of the	Investment Company Act of	1940				
(Print or Type Responses)							
1. Name and Address of Reporting Person <u>*</u> STEERE WILLIAM C JR		uer Name and Ticker or Trading ol	5. Relationship of Issuer	5. Relationship of Reporting Person(s) to Issuer			
	Zoeti	s Inc. [ZTS]	(Check all applicable)				
(Last) (First) (I	Middle) 3. Date	e of Earliest Transaction	(-)		
		n/Day/Year) /2014	_X_ Director10% Owner Officer (give titleOther (specify				
DRIVE	00/01	/2011	below)	below)			
(Street)	(Street) 4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
FLORHAM PARK, NJ 0793	32		Form filed by M Form filed by M Person				
(City) (State)	(Zip) Ta	able I - Non-Derivative Securities	Acquired, Disposed of	, or Beneficial	lly Owned		
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code Disposed of (D)	SecuritiesFBeneficially(IOwned(I	Form: Direct D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
		(A) or Code V Amount (D) Pric	Transaction(s) (Instr. 3 and 4)				
Reminder: Report on a separate line	e for each class of so	ecurities beneficially owned directly	v or indirectly.				
		Persons who r	espond to the collec ntained in this form a		EC 1474 (9-02)		

Persons who respond to the collection of SEC 14 information contained in this form are not (9-0 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.		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
Deferred Stock Unit (1)	(2)	03/04/2014		A		4,532.211		(3)	(3)	Common Stock	4,532.21
Phantom Stock Unit (4)	<u>(5)</u>	03/04/2014		А		7.7009		(6)	(6)	Common Stock	7.7009

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
STEERE WILLIAM C JR C/O ZOETIS INC. 100 CAMPUS DRIVE FLORHAM PARK, NJ 07932	Х							
Signatures								
10/ Katharing H. Waldan as								

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

03/06/2014

**Signature of Reporting Person

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).

Grant of deferred stock units pursuant to Zoetis Inc. 2013 Equity and Incentive Plan. The deferred stock units were fully vested on the(1) date of the grant and will be settled in shares of Zoetis Inc. common stock upon the reporting person's separation from service as a director at Zoetis.

- (2) Each deferred stock unit represents a contingent right to receive one share of Zoetis Inc. common stock.
- (3) Each deferred stock unit will be settled in shares of Zoetis Inc. common stock upon the reporting person's separation from service as a director of Zoetis Inc.

These phantom stock units represent dividend equivalent units, which were automatically issued pursuant to phantom stock units previously granted to the reporting person under the Zoetis Non-Employee Director Deferred Compensation Plan. These phantom stock

- (4) units will be settled in cash following the 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.
- (5) Each phantom stock unit represents one share of Zoetis Inc. common stock.
- These phantom stock units will be settled in cash following the 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.

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.