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Zoetis Inc. Form 4										
December 2	20, 2016									
FORM	ЛД								PPROVAL	
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								
Check ti if no lor subject Section Form 4	nger STATEN 16.	MENT OF	CHAN		I BENEI RITIES	FICIAL O	Estimated burden hou	Lanuary 31Expires:2005Estimated averageburden hours perresponse0.5		
Form 5 obligation may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(rsuant to S (a) of the F 30(h) of								
(Print or Type	Responses)									
1. Name and Address of Reporting Person <u>*</u> PARENT LOUISE M			Symbol	er Name ar Inc. [ZTS		or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) C/O ZOETIS INC., 10 SYLVAN WAY			3. Date of Earliest Transaction (Month/Day/Year) 12/19/2016				(Check all applicable) X_ Director 10% Owner Officer (give title Other (specify below) below)			
PARSIPPA	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 Form filed by More than One Reporting					
		(T)					Person			
(City)	(State)	(Zip)	Tab	ole I - Non-	Derivativ	e Securities A	cquired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deeme Execution I any (Month/Da	Date, if	3. Transactic Code (Instr. 8)	4. Secur onAcquired Disposed (Instr. 3,	d (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate line	e for each cla	uss of sec		Amount eficially ov					
					Pers infor requ	ons who res mation cont ired to resp	spond to the colle ained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)	

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

number.

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)	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>	12/19/2016		A		477.1903		(3)	(3)	Common Stock	477.1903

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer Othe				
PARENT LOUISE M C/O ZOETIS INC. 10 SYLVAN WAY PARSIPPANY, NJ 07054	Х						
Signatures /s/ Katherine H. Walden, as Attorney-in-Fact		12/	/20/2016				

**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).

Date

These phantom stock units were acquired pursuant to the Zoetis Non-Employee Director Deferred Compensation Plan and represent the
 (1) director's deferral of all or a portion of his or her cash retainer fees invested in the Zoetis stock fund (including dividend equivalents thereon).

(2) 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(3) 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.