

Zoetis Inc.
Form DEFA14A
April 02, 2019

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 14A
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))

Definitive Proxy Statement

Definitive Additional Materials

Soliciting Material Pursuant to § 240.14a-12

Zoetis Inc.

(Name of Registrant as Specified In Its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check the appropriate box):

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No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.

- (1) Title of each class of securities to which transaction applies:

- (2) Aggregate number of securities to which transaction applies:

- (3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

- (4) Proposed maximum aggregate value of transaction:

- (5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing.

- (1) Amount previously paid:

- (2) Form, Schedule or Registration Statement No.:

- (3) Filing Party:

- (4) Date Filed:

Online

Go to www.investorvote.com/ZTS
or scan the

QR code login details are located in
the

shaded bar below.

**Votes submitted electronically
must be received by 4:00 a.m.,
(Eastern Time), on May 15, 2019**

Important Notice Regarding the Availability of Proxy Materials for the

Zoetis Inc. Shareholders Meeting to be Held on May 15, 2019

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual shareholders meeting are available on the Internet. Follow the instructions below to view the materials and vote online or request a copy. The items to be voted on and location of the annual meeting are on the reverse side. Your vote is important!

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting. The proxy statement and annual report to shareholders are available at:

Easy Online Access View your proxy materials and vote.

- Step 1:** Go to www.investorvote.com/ZTS.
- Step 2:** Click on the icon on the right to view meeting materials.
- Step 3:** Return to the investorvote.com window and follow the instructions on the screen to log in.
- Step 4:** Make your selections as instructed on each screen for your delivery preferences.
- Step 5:** Vote your shares.

When you go online, you can also help the environment by consenting to receive electronic delivery of future materials.

Obtaining a Copy of the Proxy Materials If you want to receive a copy of the proxy materials, you must request one. There is no charge to you for requesting a copy. Please make your request as instructed on the reverse side on or before May 3, 2019 to facilitate timely delivery.

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Shareholder Meeting Notice

Zoetis Inc.'s 2019 Annual Meeting of Shareholders will be held on May 15, 2019, at Hilton Short Hills, 41 John F. Kennedy Parkway, Short Hills, New Jersey 07078, at 10:00 a.m. Eastern Time.

Proposals to be voted on at the meeting are listed below along with the Board of Directors' recommendations.

The Board of Directors recommends that you vote FOR the following proposals:

1. Election of Directors Juan Ramon Alaix, Paul M. Bisaro, Frank A. D'Amelio and Michael B. McCallister.
2. Advisory Vote to Approve our Executive Compensation (Say on Pay).
3. Ratification of Appointment of KPMG LLP as our Independent Registered Public Accounting Firm for 2019.

PLEASE NOTE YOU CANNOT VOTE BY RETURNING THIS NOTICE. To vote your shares you must go online or request a paper copy of the proxy materials to receive a proxy card. If you wish to attend and vote at the meeting, please bring this notice with you.

Directions to the Zoetis Inc. 2019 Annual Meeting

From Route 78 Westbound: 78 Westbound local lanes at Exit 48 will merge with Route 24 West. Continue on Route 78 West local lanes approximately 5 miles at Exit 48, 78 West local lanes will merge with Route 24 West. On Route 24 West Take Exit 7C, JFK Parkway / Livingston / Caldwell. The Mall at Short Hills will be on the right. Turn at second light into hotel complex.

From Route 78 Eastbound: Follow signs for Route 24 West; take first exit (#48, on left) marked Millburn/Route 24 West. On Route 24 West take Exit 7C, JFK Parkway / Livingston / Caldwell. The Mall at Short Hills will be on the right. Turn at second light into hotel complex.

Here's how to order a copy of the proxy materials and select delivery preferences:

Current and future delivery requests can be submitted using the options below.

If you request an email copy, you will receive an email with a link to the current meeting materials.

PLEASE NOTE: You must use the number in the shaded bar on the reverse side when requesting a copy of the proxy materials.

Internet - Go to www.investorvote.com/ZTS.

Phone - Call us free of charge at 1-866-641-4276.

Email - Send an email to investorvote@computershare.com with Proxy Materials Zoetis Inc. in the subject line. Include your full name and address, plus the number located in the shaded bar on the reverse side, and state that you want a paper copy of the meeting materials.

To facilitate timely delivery, requests for a paper copy of proxy materials must be received by May 3, 2019.