

**UNITED STATES SECURITIES AND EXCHANGE
COMMISSION**

Washington, D.C. 20549

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF
SECURITIES**

OMB APPROVAL

OMB Number: 3235-0104

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>GOETTLER MICHAEL</u> <hr/> (Last) (First) (Middle) <u>C/O UPJOHN INC.</u> <u>235 EAST 42ND STREET</u> <hr/> (Street) <u>NEW YORK NY 10017</u> <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 08/06/2020	3. Issuer Name and Ticker or Trading Symbol <u>Upjohn Inc [VTRS]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ <input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below) _____ <p align="center"><u>President</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock, par value \$0.01 per share	0	D	

**Table II - Derivative Securities Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Explanation of Responses:

Remarks:

1. On August 6, 2020, Pfizer Inc. ("Pfizer") made available to its shareholders an information statement with respect to the distribution of shares of common stock of Upjohn Inc. ("Upjohn") to Pfizer stockholders. Upjohn previously filed with the U.S. Securities and Exchange Commission a preliminary version of the information statement as part of a registration statement on Form 10 which became effective on June 30, 2020. No securities are beneficially owned.

/s/ Susan E. Grant, by
power of atty., for Michael 08/06/2020
Goettler

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 5 (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).

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

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 Number.

POWER OF ATTORNEY

The undersigned hereby constitutes and appoints each of Tara J. Gabbai, Susan E. Grant, Lori P. Hernando, Margaret M. Madden, Madelyn D. Purcell and Shehzad Siddiqui as the undersigned's true and lawful attorney-in-fact and agent, and grants each of them full power to act on behalf of the undersigned and in the undersigned's name, place and stead, in any and all capacities, for the purpose of completing and signing, on behalf of the undersigned,

- * any Form 3, Form 4 or Form 5 required or permitted to be filed by the undersigned pursuant to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and *
- * any and all other documents, including, without limitation, Form ID, necessary or desirable to facilitate the filing by the undersigned of forms under Section 16 of the Exchange Act,

with regard to the undersigned's ownership of or transactions in securities of Upjohn Inc., including, without limitation, the power to complete and sign any and all amendments to such forms and documents, if any, and to file such forms and documents and amendments thereto with the Securities and Exchange Commission, and to do and perform each and every act and thing requisite or necessary to be done in connection with such forms and documents and amendments thereto, as fully and to all intents and purposes as the undersigned might or could do in person.

The authority of Tara J. Gabbai, Susan E. Grant, Lori P. Hernando, Margaret M. Madden, Madelyn D. Purcell and Shehzad Siddiqui under this Power of Attorney shall continue until the undersigned is no longer required to file Form 3, Form 4 or Form 5 with regard to the undersigned's ownership of or transactions in securities of Upjohn Inc., unless earlier revoked in writing. The undersigned acknowledges that Tara J. Gabbai, Susan E. Grant, Lori P. Hernando, Margaret M. Madden, Madelyn D. Purcell and Shehzad Siddiqui are not assuming any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

/s/ Michael Goettler

Michael Goettler