SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to |
|--|
| Section 16. Form 4 or Form 5 |
| obligations may continue. See |
| Instruction 1(b). |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL | | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | | |
| Estimated average burden | | | | | | | | | |
| hours per response: | 0.5 | | | | | | | | |

| 1. Name and Address of Reporting Person* | | | 2. Issuer Name and Ticker or Trading Symbol MINERALS TECHNOLOGIES INC [MTX | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | |
|--|-----------|----------|---|--|--|--|--|--|--|
| <u>SAUERACKER PAUL R</u> | | <u>K</u> | | X Director 10% Owner | | | | | |
| (Last) | (First) | (Middle) | | X Officer (give title Other (specify below) below) | | | | | |
| MINERALS TECHNOLOGIES INC. | | () | 3. Date of Earliest Transaction (Month/Day/Year) CHAIRMAN, PRESIDENT AI 02/22/2007 02/22/2007 | | | | | | |
| 405 LEXINGTO | ON AVENUE | | | | | | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| NEW YORK | NY | 10174 | | X Form filed by One Reporting Person | | | | | |
| , | | | _ | Form filed by More than One Reporting Person | | | | | |
| (City) | (State) | (Zip) | | | | | | | |

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
|---------------------------------|--|---|-----------------------------|---|--------|---------------|-------|---|---|---|--|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) | |
| Common Stock | 02/22/2007 | | М | | 5,000 | A | (1) | 33,364 | D | | |
| Common Stock | | | | | | | | 3,414 ⁽²⁾ | Ι | By 401(k) Plan | |

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. Transa Code (8) | | of | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|---|--|---|------------------------------|---|-----|-------|--|--------------------|---|--|---|--|--|--|
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Deferred Restricted Stock Units ("DRSUs") | (1) | 02/22/2007 | | М | | | 5,000 | (3) | (3) | COMMON STOCK | 5,000 | (1) | 38,200 | D | |

Explanation of Responses:

1. Each DRSU is the economic equivalent of one share of Minerals Technologies Inc. Common Stock.

2. Mr. Saueracker has 3,414 shares of Minerals Technologies Inc. stock under the Company's 401(k) Plan. The information contained in this report is based on a Plan Statement dated as of February 22, 2007. 3. Mr. Saueracker was granted 15,000 DRSUs on February 22, 2006, vesting in three equal annual installments starting on the first anniversary of the grant date. Accordingly, 5,000 DRSUs representing the first such installment vested on February 22, 2007.

Remarks:

LASZLO SERESTER FOR PAUL R. SAUERACKER

02/23/2007

Date

** Signature of Reporting Person

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 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).

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.