

**FORM 4**

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL	
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**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

1. Name and Address of Reporting Person * <b>MAYGER DOUGLAS W</b>  (Last) (First) (Middle) <b>622 THIRD AVENUE</b>  (Street) <b>NEW YORK NY 10017</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>MINERALS TECHNOLOGIES INC [ MTX ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Senior Vice President</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>01/21/2020</b>	
	4. 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 Form filed by More than One Reporting Person

**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)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	01/22/2020		M		940	A	\$0.00	40,820	D	
Common Stock	01/22/2020		F		320 <sup>(1)</sup>	D	\$57.385	40,500	D	
Common Stock								484.608	I	By 401(k) <sup>(2)</sup>

**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. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		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
Employee Stock Option (Right to Buy)	\$57.665	01/21/2020		A		4,680		(3)	01/21/2030	Common Stock	4,680	\$0.00	40,862	D	
Deferred Restricted Stock Units (DRSUs)	(4)	01/21/2020		A		2,725		(5)	(5)	Common Stock	2,725	\$0.00	6,873	D	
Deferred Restricted Stock Units (DRSUs)	(4)	01/22/2020		M		940		(6)	(6)	Common Stock	940	\$0.00	5,933	D	

**Explanation of Responses:**

- These shares were withheld by Minerals Technologies Inc. to satisfy tax withholding obligations.
- The information contained in this report is based on a Plan Statement dated as of January 17, 2020.
- These options were granted on January 21, 2020 and vest in three equal annual installments beginning on January 21, 2021.
- Each DRSU is the economic equivalent of one share of Mineral Technologies Inc. Common Stock.
- DRSU's were granted on January 21, 2020 and vest in three equal annual installments beginning on January 21, 2021.
- The DRSUs were granted on January 22, 2019 and vest in three equal annual installments beginning on January 22, 2020.

**Remarks:**

Thomas Meek for Douglas  
Mayger

01/23/2020

\*\* 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 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.

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