SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | |
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| 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 [*] <u>HONEY RICK</u> | | | 2. Issuer Name and Ticker or Trading Symbol <u>MINERALS TECHNOLOGIES INC</u> [MTX] | | tionship of Reporting Person(s) to Issuer all applicable) Director 10% Owner Officer (give title Other (specify below) below) | | |
|--|---------------|----------------|---|-------------------------|---|------------|--|
| (Last) (First) (Middle) 622 THIRD AVENUE | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/28/2013 | | Vice President | | |
| (Street) NEW YORK (City) | NY (State) | 10017 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | dual or Joint/Group Filing (Form filed by One Report Form filed by More than C Person | ing 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) | 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 | 01/28/2013 | | М | | 404 | A | (1) | 1,389(2) | D | |
| Common Stock | 01/28/2013 | | F | | 183 | D | \$41.8 | 1,206 | D | |
| Common Stock | | | | | | | | 5,957 ⁽³⁾ | Ι | By 401(k) |

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 Deriv | r osed) 7. 3, 4 | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 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) | 01/28/2013 | | М | | | 404 | (4) | (4) | Common Stock | 404 | \$0 | 2,831 | D | |

Explanation of Responses:

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

2. On December 11, 2012, the Company effected a 2-for-1 stock split of its common stock in the form of a stock dividend, resulting in the reporting person's ownership of 374 additional shares of Minerals Technolgies Inc. Common Stock.

3. The information contained in this report is based on a Plan Statement dated as of January 25, 2013.

4. The DRSUs were granted on January 26, 2011 and vest in three equal annual installments beginning on January 26, 2012.

Remarks:

Thomas Meek for Rick Honey 01/30/2013

** 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.

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.