

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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
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1. Name and Address of Reporting Person* <u>MAYGER DOUGLAS W</u>  (Last) (First) (Middle) 622 THIRD AVENUE  (Street) NEW YORK NY 10017  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MINERALS TECHNOLOGIES INC [ MTX ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title below) Other (specify below) Senior Vice President
	3. Date of Earliest Transaction (Month/Day/Year) 01/19/2019	

**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	01/19/2019		M		1,271	A	\$0.00	39,397	D	
Common Stock	01/22/2019		F		433 <sup>(1)</sup>	D	\$54.435	38,964	D	
Common Stock								296,579	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
Deferred Restricted Stock Units (DRSUs)	(3)	01/19/2019		M			1,271	(4)	(4)	Common Stock	1,271	\$0.00	2,655	D	
Deferred Restricted Stock Units (DRSUs)	(3)	01/22/2019		A			2,820	(5)	(5)	Common Stock	2,820	\$0.00	5,475	D	
Employee Stock Option (Right to Buy)	\$54.435	01/22/2019		A			4,844	(6)	01/22/2029	Common Stock	4,844	\$0.00	36,182	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, 2019.
- Each DRSU is the economic equivalent of one share of Mineral Technologies Inc. Common Stock.
- The DRSUs were granted on January 19, 2016 and vest in three equal annual installments beginning on January 19, 2017.
- DRSU's were granted on January 22, 2019 and vest in three equal annual installments beginning on January 22, 2020.
- These options were granted on January 22, 2019 and vest in three equal annual installments beginning on January 22, 2020.

**Remarks:**

Thomas Meek for Douglas Mayger 01/23/2019

\*\* 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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