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
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of Section So(n) of the investment Company Act of 1940											
	s of Reporting Persor	*	2. Issuer Name and Ticker or Trading Symbol MINERALS TECHNOLOGIES INC [MTX		tionship of Reporting Perso all applicable)	on(s) to Issuer					
SOREL JOH	<u>N A</u>				Director	10% Owner					
(Last) (First) (Middle) 405 LEXINGTON AVENUE]	x	Officer (give title below)	Other (specify below)					
		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/28/2009		Senior Vice President						
(Street)			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	idual or Joint/Group Filing (Check Applicable						
NEW YORK	NY	10174		X	Form filed by One Report	rting Person					
(City)	(State)	(Zip)			Form filed by More than Person	One Reporting					

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.		4. Securities Disposed Of			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	01/28/2010		М		3,234	Α	(1)	20,323	D	
Common Stock	01/28/2010		F		1,271	D	\$48.27	19,052	D	
Common Stock								3,341 ⁽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)		n Derivative		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	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		Transaction(s) (Instr. 4)		
Employee Stock Option (Right to Buy)	\$39.71	01/28/2009		A		16,700		(3)	01/28/2019	Common Stock	16,700	\$0	70,826	D	
Deferred Restricted Stock Units (DRSUs)	(1)	01/28/2009		A		9,700		(4)	(4)	Common Stock	9,700	\$0	18,933	D	
DRSUs	(1)	01/28/2010		М			3,234	(5)	(5)	Common Stock	3,234	(1)	15,699	D	

Explanation of Responses:

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

2. Mr. Sorel has 3,341 shares of Minerals Technologies Inc. Common Stock under the Company's 401(k) Plan. The information contained in this report is based on a Plan Statement dated as of January 28, 2010. 3. The options vest in three equal annual installments beginning on January 28, 2010.

4. DRSUs vest in three equal annual installments beginning on January 28, 2010. Vested shares will be delivered to the reporting person upon vesting.

5. Mr. Sorel was granted 9,700 DRSUs on January 28, 2009, which vest in three equal annual installments beginning on January 28, 2010.

Remarks:

Thomas Meek for John A. Sorel 02/01/2010

** 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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