FORM 3

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

| OMB APPROVAL             |           |  |  |  |  |
|--------------------------|-----------|--|--|--|--|
| OMB Number:              | 3235-0104 |  |  |  |  |
| Estimated average burden |           |  |  |  |  |
| hours per response:      | 0.5       |  |  |  |  |

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*  KELM GREGORY   | 2. Date of Event<br>Requiring Stater<br>(Month/Day/Yea<br>01/21/2004 | nent            | 3. Issuer Name and Ticker or Trading Symbol  MINERALS TECHNOLOGIES INC [ MTX ]  |  |  |   |               |  |  |  |
|--|--|-----------------|---|--|--|---|---------------|--|--|--|
| (Last) (First) (Middle) MINERALS TECHNOLOGIES INC.   |  |                 | 4. Relationship of Reporting Person(s) to Issue (Check all applicable)  Director 10% Owner  |  | (Month/Day/Year)<br>er   |   |               |  |  |  |
|  |  |                 | Other (spe<br>below)  | , [0.111                               | 6. Individual or Joint/Group Filing (Check<br>Applicable Line) |   |               |  |  |  |
| (Street) NEW YORK NY 10174   | _  |                 | TREASURER  X Form filed by One Reporting Person  Form filed by More than One Reporting Person   |  |  |   | More than One |  |  |  |
| (City) (State) (Zip)   |  |                 |   |  |  |   |               |  |  |  |
|  | Table I - Nor  | n-Derivat       | ive Securities Beneficially   | / Owned                                | · ·  |   |               |  |  |  |
| 1. Title of Security (Instr. 4)  |  |                 | 2. Amount of Securities Beneficially Owned (Instr. 4)  3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)  4. Nature of II (Instr. 5) |  |  | Indirect Beneficial Ownership               |               |  |  |  |
| Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |  |                 |   |  |  |   |               |  |  |  |
| 1. Title of Derivative Security (Instr. 4)   | 2. Date Exerc<br>Expiration D<br>(Month/Day/                         | ate             | Underlying Derivative Security (Instr. 4)   |  | or Exercise   Form: (Instr. 5)                                 |   |               |  |  |  |
|  | Date<br>Exercisable  | Expiration Date | n Title   | Amount<br>or<br>Number<br>of<br>Shares | Price of<br>Derivative<br>Security                             | Direct (D)<br>or Indirect<br>(I) (Instr. 5) |               |  |  |  |
| EMPLOYEE STOCK OPTION (RIGHT TO BUY)   | 01/22/2001   | 01/22/2008      | COMMON STOCK  | 500                                    | 43.37  | D   |               |  |  |  |
| EMPLOYEE STOCK OPTION (RIGHT TO BUY)   | 01/28/2002   | 01/28/2009      | COMMON STOCK  | 6,865                                  | 39.53  | D   |               |  |  |  |
| EMPLOYEE STOCK OPTION (RIGHT TO BUY)   | (1)  | 01/24/2012      | COMMON STOCK  | 437                                    | 46.62  | D   |               |  |  |  |
| PHANTOM STOCK  | (2)  | (2)             | COMMON STOCK  | 1,488                                  | (3)  | D   |               |  |  |  |

## Explanation of Responses:

- 1. THE OPTION BECAME EXERCISBLE AS TO 146 SHARES ON EACH OF 1/24/03 AND 1/24/04, AND BECOMES EXERCISBLE AS TO 145 SHARES ON 1/24/05.
- 2. THE SHARES OF PHANTOM STOCK WILL BE SETTLED IN CASH UPON TERMINATION OF THE REPORTING PERSON'S EMPLOYMENT WITH THE COMPANY.
- 3. ONE-FOR-ONE

## Remarks:

LINDA A. BUGGELN FOR GREGORY KELM 02/03/2004

\*\* Signature of Reporting Person Date

 $Reminder: Report \ on \ a \ separate \ line \ for \ each \ class \ of \ securities \ beneficially \ owned \ directly.$ 

- $^{\star}$  If the form is filed by more than one reporting person, see Instruction 5 (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.

Know all by these presents, that the undersigned hereby constitutes and appoints each of S. Garrett Gray, Christopher D. Dee, Linda A. Buggeln, and Victoria Lukauskas, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of Minerals Technologies Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

All pre-existing Powers of Attorney granted to the parties named above are hereby revoked. This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 21st day of January, 2004.

|              | as | Power | of | Attorney |
|--------------|----|-------|----|----------|
| Gregory Kelm |    |       |    | •        |