FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

| <b>STATEMENT</b> | OF CHANGES I | N BENEFICIAL | <b>OWNERSHIP</b> |
|------------------|--------------|--------------|------------------|

| l                        | OMB APPRO           | JVAL      |  |  |  |  |
|--------------------------|---------------------|-----------|--|--|--|--|
|                          | OMB Number:         | 3235-0287 |  |  |  |  |
| Estimated average burden |                     |           |  |  |  |  |
|                          | hours per response: | 0.5       |  |  |  |  |

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

| (Last) MINERA                                                           | RS WILI<br>(Fi                                                                                                                                | rst) NOLOGIES INC                          | (Middle)                                          |         | 3. D                                                     | INE        | ERALS of Earliest | TE                   | cer or Tradii CHNOI action (Moi                                | <u>LÖ(</u> | GIES II                                | <u>NC</u> [ M                                                                                |                                 |                                                                                     | k all applic<br>Directo                           | able)                                                                                           | g Pers     | on(s) to Issu<br>10% Ow<br>Other (s<br>below)                            | mer                                                                |
|-------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|--------------------------------------------|---------------------------------------------------|---------|----------------------------------------------------------|------------|-------------------|----------------------|----------------------------------------------------------------|------------|----------------------------------------|----------------------------------------------------------------------------------------------|---------------------------------|-------------------------------------------------------------------------------------|---------------------------------------------------|-------------------------------------------------------------------------------------------------|------------|--------------------------------------------------------------------------|--------------------------------------------------------------------|
| 405 LEXINGTON AVENUE  (Street)  NEW YORK NY 10174  (City) (State) (Zip) |                                                                                                                                               |                                            |                                                   | ,       | 4. If Amendment, Date of Original Filed (Month/Day/Year) |            |                   |                      |                                                                |            |                                        |                                                                                              | Line)<br>X                      | X Form filed by One Reporting Person  Form filed by More than One Reporting  Person |                                                   |                                                                                                 |            |                                                                          |                                                                    |
| 1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)           |                                                                                                                                               |                                            | action 2A. Deemed Execution Date,                 |         | 3.<br>Transac<br>Code (Ir<br>8)                          | (Instr. 5) |                   | red (A)<br>str. 3, 4 | 5. Amou<br>4 and Securitie<br>Beneficie<br>Owned F<br>Reported |            | nt of 6. Over sally (D) of following d |                                                                                              | : Direct<br>Indirect<br>str. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>Instr. 4)                    |                                                   |                                                                                                 |            |                                                                          |                                                                    |
|                                                                         | Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  (e.g., puts, calls, warrants, options, convertible securities) |                                            |                                                   |         |                                                          |            |                   |                      |                                                                |            |                                        |                                                                                              |                                 |                                                                                     |                                                   |                                                                                                 |            |                                                                          |                                                                    |
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)                     | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security                                                                         | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution I<br>if any<br>(Month/Day | Date, 1 | Code (li                                                 |            | of                |                      | 6. Date Exercisal<br>Expiration Date<br>(Month/Day/Year)       |            |                                        | le and 7. Title and Am<br>of Securities<br>Underlying<br>Derivative Secu<br>(Instr. 3 and 4) |                                 | [                                                                                   | . Price of<br>Perivative<br>Security<br>Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | is<br>illy | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
| c                                                                       |                                                                                                                                               |                                            |                                                   |         | Code                                                     | v          | (A)               | (D)                  | Date<br>Exercisable                                            |            | xpiration<br>ate                       | Title                                                                                        | Amo<br>or<br>Num<br>of<br>Shar  | ber                                                                                 |                                                   |                                                                                                 |            |                                                                          |                                                                    |
| Phantom<br>Stock<br>Units                                               | \$0 <sup>(1)</sup>                                                                                                                            | 10/01/2007                                 |                                                   |         | A                                                        |            | 77.206            |                      | (2)                                                            |            | (2)                                    | Commor<br>Stock                                                                              | 77.2                            | 206                                                                                 | \$0                                               | 3,993.7                                                                                         | 15         | D                                                                        |                                                                    |

## **Explanation of Responses:**

- $1. \ Each \ phantom \ stock \ unit \ is \ the \ economic \ equivalent \ of \ one \ share \ of \ the \ Company's \ common \ stock.$
- 2. The phantom stock units were accrued under the Minerals Technologies Inc. Non-Funded Deferred Compensation and Unit Award Plan for Non-Employee Directors and are to be settled in cash upon the reporting person's termination of service as a director.

## Remarks:

Laszlo Serester for William C. **Stivers** 

10/03/2007

\*\* 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.