FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washing

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

migton, 2.0. 20040	OMB APPRO

gion, D.C. 20549	OMB APPRO
I.	

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

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										
l	hours per response:	0.5								

1. Name and Address of Reporting Person*  JOHNSON KRISTINA M					2. Issuer Name <b>and</b> Ticker or Trading Symbol MINERALS TECHNOLOGIES INC [ MTX						(Che	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)  MINERALS TECHNOLOGIES INC.					3. Date of Earliest Transaction (Month/Day/Year)							Officer below)	r (give title	10% Ov Other (s below)	·
405 LEXINGTON AVENUE					12/16/2004						6 In	dividual or 1	oint/Group Fili	na (Check Ani	olicable
(Street) NEW YORK NY 10174				4.1	4. If Amendment, Date of Original Filed (Month/Day/Year)						Line	ndividual or Joint/Group Filing (Check Applicable e)  X Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(Sta		Zip) Le L - Non-Do	erivativ	e Sec	curitie	s Ac	quired D	isnosed	of or Ren	eficiall	v Owned			
1. Title of Security (Instr. 3) 2. Transac Date				ransaction	action 2A. Deemed Execution Date,			3. Transacti Code (Ins	Transaction Disposed Of (D) (Instr. 3, 4 5)			5. Amount of 4 and Securities Beneficially Owned Following Reported		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
	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	xercise (Month/Day/Year) e of vative	Execution Date, (ear) if any	Code	Transaction Code (Instr.		tive ties ed sed	5. 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)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
PHANTOM STOCK	\$0 <sup>(1)</sup>	12/16/2004	12/16/2004	A		2.768		(2)	(2)	COMMON STOCK	2.768	\$66.43	3,680.588 <sup>(3)</sup>	D	

## **Explanation of Responses:**

- 1. EACH PHANTOM STOCK UNIT, WHEN REDEEMED, WILL HAVE THE VALUE OF ONE SHARE OF THE COMPANY'S COMMON STOCK ON THE FIRST BUSINESS DAY OF THE MONTH IN WHICH PAYMENT IS MADE.
- 2. THE PHANTOM STOCK UNITS REPRESENT DIVIDENDS ACCRUED UNDER THE MINERALS TECHNOLOGIES INC. NON-FUNDED DEFERRED COMPENSATION AND UNIT AWARD PLAN FOR NON-EMPLOYEE DIRECTOR'S AND ARE TO BE SETTLED IN CASH UPON THE REPORTING PERSON'S RETIREMENT.
- 3. THE REPORTING PERSON ALSO DIRECTLY OWNS EMPLOYEE STOCK OPTIONS TO PURCHASE 159 SHARES OF MTX COMMON STOCK AT \$46.625 PER SHARE WHICH BECAME EXERCISABLE IN THREE EQUAL ANNUAL INSTALLMENTS BEGINNING ON JANUARY 24, 2003 AND EXPIRING ON JANUARY 24, 2012.

## Remarks:

VICTORIA LUKAUSKAS FOR KRISTINA M. **JOHNSON** 

12/17/2004

\*\* 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.