SEC Form 4	
------------	--

П

### 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									
OMB Number:	3235-0287								
Estimated average bu	rden								
hours per response.	0.5								

-												
1. Name and Address of Reporting Person*				er Name <b>and</b> Ticke ERALS TEC	0	ymbol <u>GIES INC</u> [ MTX	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>Smith Barba</u>	<u>61</u>		1			[	X	Director	10% 0	Dwner		
(Last) (First) (Middle) 622 THIRD AVENUE								Officer (give title		(specify		
				e of Earliest Transac /2013	ction (Month/E	Day/Year)		below)	below	)		
·				nendment, Date of (	Original Filed	(Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable					
(Street) NEW YORK	NY	10017					Line)	Form filed by On	e Reporting Pers	son		
, (City)	(State)	(Zip)						Form filed by Mo Person	re than One Rep	orting		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
1. Title of Security	/ (Instr. 3)		2. Transaction	2A. Deemed	3.	4. Securities Acquired (A)	ties Acquired (A) or 5. Amount of 6. Ownershi					

le of Security (Instr. 3)		2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transa Code (I 8)	ction	4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			Securities Beneficially Owned Following	Form: Direct (D) or Indirect	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(1150.4)			

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

L															
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 of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			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	Amount or Number of Shares				
Phantom Stock Units	(1)	06/12/2013		А		6.686		(2)	(2)	Common Stock	6.686	\$0	5,635.986	D	

Explanation of Responses:

1. Each phantom stock unit is the economic equivalent of one share of Minerals Technologies Inc. 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:**

# Thomas J. Meek for Barbara R. <u>06/14/2013</u>

Smith

\*\* 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.