Instruction 1(b).

FORM	4
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

	OVAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Instr. 3) 2. Transaction Date 24. Deemed Execution Date, Transaction Date, Transaction Date 3. 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) 5. Amount of Securities Form: Direct Indirect 7. Nature of Indirect											
(City)	(State)	(Zip)									
(Street) NEW YORK	NY	10174					Line) X	Form filed by One Form filed by Mor Person			
405 LEXINGTON AVENUE				endment, Date of C	riginal Filed (I	Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable				
(Last) MINERALS TE		(Middle) ES INC.	3. Date 07/01/2	of Earliest Transact 2004	tion (Month/Da	ay/Year)		Officer (give title below)	Other below	(specify)	
1. Name and Addres <u>VALLES JEA</u>	1 0	Person*		r Name and Ticker ERALS TECI		^{mbol} HES INC [MTX]	5. Relationship of Reporting Person(s) to Iss (Check all applicable) X Director 10% C			suer Owner	

			, <u>,</u>								· / L	(Inotr A)				
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)				
	Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)															
le of vative irity r. 3)	2. Conversion or Exercise Price of Derivative	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	Derivative	6. Date Ex Expiration (Month/Da	Date) D	Title and A ecurities Un erivative Se nstr. 3 and 4	derlying curity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivativ Securitie Beneficia Owned	e es ally	10. Ownership Form: Direct (D) or Indirect	Beneficial Ownershi	t I

(1150.3)	Derivative Security	vative	(Month/Day/real)	, 		or Disposed of (D) (Instr. 3, 4 and 5)				(insu: 5 and 4)		(1150.5)	Owned Following Reported Transaction(s)	or Indirect (I) (Instr. 4)	(Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		(Instr. 4)		
PHANTOM STOCK UNITS	\$0 ⁽¹⁾	07/01/2004	07/01/2004	A		134.153		(2)	(2)	COMMON STOCK	134.153	\$57.77	4,571.913 ⁽³⁾	D	
Explanation	of Response	es:													

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 (I) EMPLOYEE STOCK OPTIONS TO PURCHASE 303,174 SHARES OF MTX COMMON STOCK AT \$39.53 PER SHARE WHICH BECAME EXERCISABLE IN THREE EQUAL ANNUAL INSTALLMENTS BEGINNING ON JANUARY 28, 2000 AND EXPIRING ON JANUARY 28, 2009 AND (II) DIRECTOR STOCK OPTIONS TO PURCHASE 136 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:

1. Ti Deri Secu

VICTORIA LUKAUSKAS FOR JEAN-PAUL VALLES

07/06/2004

** 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.