# SEC Form 4

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# 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

| l                    | OMB APPROVAL             |     |  |  |  |  |  |  |  |  |  |  |
|----------------------|--------------------------|-----|--|--|--|--|--|--|--|--|--|--|
| OMB Number: 3235-028 |                          |     |  |  |  |  |  |  |  |  |  |  |
|                      | Estimated average burden |     |  |  |  |  |  |  |  |  |  |  |
| l                    | hours per response:      | 0.5 |  |  |  |  |  |  |  |  |  |  |

| 1. Name and Addr | 1 0              | Person* | 2. Issuer Name and Ticker or Trading Symbol<br>MINERALS TECHNOLOGIES INC [ MTX |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |                  |  |  |  |
|------------------|------------------|---------|--|---|---|------------------|--|--|--|
| REID JOHN        |                  |         |  | X   | Director  | 10% Owner        |  |  |  |
|                  |                  |         | [  |   | Officer (give title   | Other (specify   |  |  |  |
| (Last)           | (First) (Middle) |         | 3. Date of Earliest Transaction (Month/Day/Year)                               | ]   | below)  | below)           |  |  |  |
| 622 THIRD AV     | /ENUE            |         | 05/18/2011   |   |   |                  |  |  |  |
|                  |                  |         | 4. If Amendment, Date of Original Filed (Month/Day/Year)                       | 6. Individual or Joint/Group Filing (Check Applicable |   |                  |  |  |  |
| (Street)         |                  |         |  | Line)   |   |                  |  |  |  |
| NEW YORK         | W YORK NY 10017  |         |  | X   | Form filed by One Re  | porting Person   |  |  |  |
|                  |                  |         |  |   | Form filed by More the<br>Person  | an One Reporting |  |  |  |
| (City)           | (State)          | (Zip)   |  |   | Feison  |                  |  |  |  |
| 1                |                  |         |  |   |   |                  |  |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 3.<br>Transa<br>Code (<br>8) |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and<br>5) |               |       | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|------------------------------|---|---|---------------|-------|---|---|---|
|                                 |  |   | Code                         | v | Amount  | (A) or<br>(D) | Price | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130.4)  |

## 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 Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of     |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 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) |
|   |   |  |   | Code                         | v | (A)    | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of<br>Shares |   |  |  |  |
| Phantom<br>Stock<br>Units                           | (1)   | 05/18/2011                                 |   | A                            |   | 904.63 |     | (2)  | (2)                | Common<br>Stock   | 904.63                                 | \$0   | 17,155.357   | 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:**

Thomas J. Meek for John T. <u>Reid</u>

05/19/2011

Date

\*\* Signature of Reporting Person

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.