FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington | D.C. | 20549 |
|------------|------|-------|

| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |
|------------------|-------------------|---------------|------------------|

| OMB APPROVAL | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|
| 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

| ı | nd Address of <u>Joseph</u> (| Reporting Person* | | | | | | er or Trading | | | <u>IС</u> [МТ | | elationship of ck all applical Director | | Perso | n(s) to Issue | |
|---|----------------------------------|-------------------|---|---|---|---|------------------------------------|------------------------|---|--|----------------------|---|--|------------------------------|--------|---------------|--|
| (Last) 622 THI 38TH FL | RD AVENU | irst) JE | (Middle) | | 3. Date of Earliest Transaction (Month/Day/Year) 05/13/2020 | | | | | | Officer (g below) | give title | | Other (sp below) | pecify | | |
| (Street) NEW Y(| | Y State) | 10017 (Zip) | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | Line | ndividual or Joint/Group Filing (Check Applicable b) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | |
| Date | | | | action 2A. Deemed Execution Date, if any (Month/Day/Year) | | Code (Instr. | | | | | y (D) or | | . Nature of ndirect Beneficial Ownership | | | | |
| | | | | Code V Amount (A) or (D) Pri | | Price | 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) | | | | | | | | | | | | | | | | | |
| 1. Title of Derivative Security (Instr. 3) 2. Conversion or Exercise (Instr. 3) Brice of Derivative Security Conversion Date (Month/Day/Year) Conversion Date (Month/Day/Year) A. Deemed Execution Date, if any (Month/Day/Year) | | Code | subsection of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | A) | 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amoth Securities Under Derivative Securities Under Unstr. 3 and 4) | | Underlying Security | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | Code | v | (A) | | Date Exercisable | | piration te | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | | |
| Phantom Stock Units | (1) | 05/13/2020 | | A | | 2,606.018 | | (2) | | (2) | Common Stock | 2,606.018 | \$0 | 10,012. | .917 | 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.

Thomas J. Meek for Joseph C. **Breunig**

05/14/2020

** 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.