

MINERALS TECHNOLOGIES INC

Form 4

August 02, 2013

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

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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 OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
MUSCARI JOSEPH C

2. Issuer Name and Ticker or Trading Symbol
MINERALS TECHNOLOGIES INC
[MTX]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
622 THIRD AVENUE, 38TH FL
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
07/31/2013

Director 10% Owner
 Officer (give title below) Other (specify below)
Executive Chairman

NEW YORK, NY 10017

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	07/31/2013		M		110,000 A \$ 19.855	272,604	D
Common Stock	07/31/2013		F		75,000 (1) D \$ 46.0004 (2)	197,604	D
Common Stock	08/01/2013		M		88,800 A \$ 24.56	286,404	D
Common Stock	08/01/2013		F		69,000 (1) D \$ 47.0028 (3)	217,404	D
						2,142 (4)	I

Common
Stock

By 401k
plan

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Employee Stock Option (Right to Buy)	\$ 19.855	07/31/2013		M	110,000	<u>(5)</u> 01/28/2019	Common Stock	110,000	
Employee Stock Option (Right to Buy)	\$ 24.56	08/01/2013		M	88,800	<u>(6)</u> 01/27/2020	Common Stock	88,800	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUSCARI JOSEPH C 622 THIRD AVENUE 38TH FL NEW YORK, NY 10017	X		Executive Chairman	

Signatures

Thomas J. Meek for Joseph
Muscari

08/02/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Reflects shares sold to pay required withholding taxes and costs of option; balance of shares are retained by the officer.
- (2) Reported price is an average price with a range of a high of \$46.235 and a low of \$45.78.
- (3) Reported price is an average price with a range of a high of \$47.32 and a low of \$46.03.
- (4) Mr. Muscari has 2,142 shares of Minerals Technologies Inc. Common Stock under the Company's 401(k) Plan. The information contained in this report is based on a Plan Statement dated as of July 30, 2013.
- (5) The options vested in three equal annual installments beginning on January 28, 2010.
- (6) The options vested in two equal annual installments beginning January 27, 2011.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.