

MINERALS TECHNOLOGIES INC

Form 4

March 03, 2009

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 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MASSIMINE KENNETH L

(Last) (First) (Middle)

MINERALS TECHNOLOGIES
INC., 405 LEXINGTON AVENUE

(Street)

NEW YORK, NY 10174

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MINERALS TECHNOLOGIES INC
[MTX]

3. Date of Earliest Transaction
(Month/Day/Year)
02/27/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)
Senior Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
__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

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	02/27/2009		M		2,234	A <u>11</u>	15,458	D	
Common Stock	02/27/2009		F		770	D \$ 30.3	14,688	D	
Common Stock	03/02/2009		M		2,333	A <u>11</u>	17,021	D	
Common Stock	03/02/2009		F		805	D \$ 28.85	16,216	D	
Common Stock							2,941 <u>(2)</u>	I	By 401(k) Plan

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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 (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)	8. F
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Deferred Restricted Stock Units ("DRSUs")	(1)	02/27/2009		M	2,234	(3)	(3)	Common Stock
DRSUs	(1)	03/02/2009		M	2,333	(4)	(4)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MASSIMINE KENNETH L MINERALS TECHNOLOGIES INC. 405 LEXINGTON AVENUE NEW YORK, NY 10174	Senior Vice President

Signatures

Charles E. Malone for Kenneth L. Massimine 03/03/2009

**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) Each DRSU is the economic equivalent of one share of Minerals Technologies Inc. Common Stock.

(2)

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Mr. Massimine has 2,941 shares of Minerals Technologies Inc. Common Stock under the Company's 401(k) Plan. The information in this report is based on a Plan Statement dated as of February 27, 2009.

- (3) Mr. Massimine was granted 6,700 DRSUs on February 27, 2008, which vest in three equal annual installments beginning on February 27, 2009.
- (4) Mr. Massimine was granted 7,000 DRSUs on February 28, 2007, which vest in three equal annual installments beginning on February 28, 2008.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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