

MINERALS TECHNOLOGIES INC

Form 4

February 01, 2010

**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 \*  
**KROMBERG WILLIAM A**

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)  
**405 LEXINGTON AVENUE**  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**01/28/2009**

\_\_\_\_ Director  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Vice President**

**NEW YORK, NY 10174**

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	01/28/2010		M	900 A \$ 4.773	4,773	D	
Common Stock	01/28/2010		F	381 D \$ 48.27	4,392	D	
Common Stock					417 <sup>(2)</sup>	I	By 401(k) Plan

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

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SEC 1474 (9-02)

number.

**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 or Number of Shares
Employee Stock Option (Right to Buy)	\$ 39.71	01/28/2009		A	4,700	<u>(3)</u>	01/28/2019	Common Stock	4,700
Deferred Restricted Stock Units ("DRSUs")	<u>(1)</u>	01/28/2009		A	2,700	<u>(4)</u>	<u>(4)</u>	Common Stock	2,700
DRSUs	<u>(1)</u>	01/28/2010		M	900	<u>(5)</u>	<u>(5)</u>	Common Stock	900

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KROMBERG WILLIAM A 405 LEXINGTON AVENUE NEW YORK, NY 10174			Vice President	

## Signatures

Thomas Meek for William A.  
Kromberg

02/01/2010

\*\*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) Mr. Kromberg has 417 shares of Minerals Technologies Inc. stock under the Company's 401(k) Plan. The information contained in this report is based on a Plan Statement dated as of January 28, 2010.

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- (3) The options vest in three equal annual installments beginning on January 28, 2010.
- (4) DRSUs vest in three equal annual installments beginning on January 28, 2010. Vested shares will be delivered to the reporting person upon vesting.
- (5) Mr. Kromberg was granted 2,700 DRSUs on January 28, 2009, which vest in three equal annual installments on January 28, 2010.

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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