

HARRISON DENNIS R
Form 4
March 03, 2009

FORM 4

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

OMB APPROVAL

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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 *
HARRISON DENNIS R

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
Senior Vice President

(Last) (First) (Middle)
MINERALS TECHNOLOGIES
INC., 405 LEXINGTON AVENUE
(Street)

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

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|----------------|
| | | | | (A) or (D) | Price | | | |
| Common Stock | 02/27/2009 | | M | 1,500 | A | Ⓐ | 7,213 | D |
| Common Stock | 02/27/2009 | | F | 507 | D | \$ 30.3 | 6,706 | D |
| Common Stock | 03/02/2009 | | M | 1,300 | A | Ⓐ | 8,006 | D |
| Common Stock | 03/02/2009 | | F | 439 | D | \$ 28.85 | 7,567 | D |
| Common Stock | | | | | | | 3,256 ⁽²⁾ | I |
| | | | | | | | | By 401(k) Plan |

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Mr. Harrison has 3,256 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. Harrison was granted 4,500 DRSUs on February 27, 2008, which vest in three equal annual installments beginning on February 27, 2009.
- (4) Mr. Harrison was granted 3,900 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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