

Schut Johannes C
 Form 4
 May 21, 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 *
 Schut Johannes 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
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/17/2013

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

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 | 05/17/2013 | | M | | 4,000 A \$ 32.965 | 6,663 | D |
| Common Stock | 05/17/2013 | | F | | 3,492 (12) D \$ 42.81 (7) | 3,171 | D |
| Common Stock | 05/17/2013 | | M | | 1,800 A \$ 29.665 | 4,971 | D |
| Common Stock | 05/17/2013 | | F | | 1,495 (12) D \$ 42.8 | 3,476 | D |
| Common Stock | 05/17/2013 | | M | | 2,000 A \$ 32.305 | 5,476 | D |

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| | | | | | | | | |
|--------------|------------|---|----------------------|---|------------------|-------|---|----------------|
| Common Stock | 05/17/2013 | F | <u>1,731</u> (12) | D | \$ 42.8 | 3,745 | D | |
| Common Stock | 05/17/2013 | M | 3,880 | A | \$ 24.56 | 7,625 | D | |
| Common Stock | 05/17/2013 | F | <u>2,967</u> (12) | D | \$ 42.6 | 4,658 | D | |
| Common Stock | 05/17/2013 | M | 2,224 | A | \$ 32.2275 | 6,882 | D | |
| Common Stock | 05/17/2013 | F | <u>1,922</u> (12) | D | \$ 42.759 (8) | 4,960 | D | |
| Common Stock | 05/17/2013 | M | 1,852 | A | \$ 31.365 | 6,812 | D | |
| Common Stock | 05/17/2013 | F | <u>1,579</u> (12) | D | \$ 42.79 (9) | 5,233 | D | |
| Common Stock | 05/20/2013 | M | 2,904 | A | \$ 32.03 | 8,137 | D | |
| Common Stock | 05/20/2013 | F | <u>2,501</u> (12) | D | \$ 42.77 (10) | 5,636 | D | |
| Common Stock | | | | | | 408 | 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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(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option | \$ 32.965 | 05/17/2013 | | M | 4,000 | <u>(1)</u> 04/23/2018 | Common Stock | 4,000 |
| | \$ 29.665 | 05/17/2013 | | M | 1,800 | <u>(2)</u> 04/26/2016 | | 1,800 |

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| Stock Option | | | | | | | | Common Stock | |
|--------------|------------|------------|---|-------|------|------------|--------------|--------------|--|
| Stock Option | \$ 32.305 | 05/17/2013 | M | 2,000 | (3) | 04/25/2017 | Common Stock | 2,000 | |
| Stock Option | \$ 24.56 | 05/17/2013 | M | 3,880 | (4) | 01/27/2020 | Common Stock | 3,880 | |
| Stock Option | \$ 32.2275 | 05/17/2013 | M | 2,224 | (5) | 01/26/2021 | Common Stock | 2,224 | |
| Stock Option | \$ 31.365 | 05/17/2013 | M | 1,852 | (6) | 03/26/2021 | Common Stock | 1,852 | |
| Stock Option | \$ 32.03 | 05/20/2013 | M | 2,904 | (11) | 05/20/2013 | Common Stock | 2,904 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Schut Johannes C 622 THIRD AVENUE NEW YORK, NY 10017 | | | Vice President | |

Signatures

Thomas Meek for Johannes Schut 05/21/2013

**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) The options vested in three equal annual installments beginning on April 23, 2009.
- (2) The options vested in three equal annual installments beginning on April 26, 2007.
- (3) The options vested in three equal annual installments beginning on April 25, 2008.
- (4) The options vested in three equal annual installments beginning on January 27, 2011.
- (5) The options vested in three equal annual installments beginning on January 26, 2012.
- (6) The options vested in three equal annual installments beginning on March 16, 2012.
- (7) Weighted average price representing high of \$42.88 and low of \$42.80.
- (8) Weighted average price representing high of \$42.815 and low of \$42.71.
- (9) Weighted average price representing high of \$42.82 and low of \$42.7701.
- (10) Weighted average price representing high of \$42.81 and low of \$42.75.
- (11) The options vested in three equal annual installments beginning on January 25, 2013.
- (12) Reflects shares sold to pay required withholding taxes and costs of option award and the balance of shares are retained by the officer.

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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