

MAYGER DOUGLAS W
Form 4
August 21, 2012

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 *
MAYGER DOUGLAS W

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)
08/17/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 08/17/2012 | | M | | 521 A \$ 39.71 | 5,496 | D |
| Common Stock | 08/17/2012 | | S | | 521 D \$ 68.55 | 4,975 | D |
| Common Stock | 08/17/2012 | | M | | 378 A \$ 49.12 | 5,353 | D |
| Common Stock | 08/17/2012 | | S | | 378 D \$ 68.2 | 4,975 | D |
| Common Stock | 08/17/2012 | | M | | 1,745 A \$ 39.71 | 6,720 | D |

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| | | | | | | | | |
|--------------|------------|---|-------|---|----------|----------------------|---|-----------|
| Common Stock | 08/17/2012 | S | 1,262 | D | \$ 68.55 | 5,458 | D | |
| Common Stock | 08/17/2012 | M | 1,455 | A | \$ 49.12 | 6,913 | D | |
| Common Stock | 08/17/2012 | S | 1,196 | D | \$ 68.19 | 5,717 | D | |
| Common Stock | 08/17/2012 | P | 0 | A | \$ 0 | 1,528 ⁽³⁾ | I | By 401(k) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (Right to Buy) | \$ 39.71 | 08/17/2012 | | M | 521 | <u>(1)</u> 01/28/2019 | Common Stock | 521 |
| Employee Stock Option (Right to Buy) | \$ 49.12 | 08/17/2012 | | M | 378 | <u>(2)</u> 01/27/2020 | Common Stock | 378 |
| Employee Stock Option (Right to Buy) | \$ 39.71 | 08/17/2012 | | M | 1,745 | <u>(1)</u> 01/28/2019 | Common Stock | 1,745 |
| Employee Stock | \$ 49.12 | 08/17/2012 | | M | 1,455 | <u>(2)</u> 01/27/2020 | Common Stock | 1,455 |

Option
(Right to
Buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------|-------|
| | Director | 10% Owner | Officer | Other |
| MAYGER DOUGLAS W 622 THIRD AVENUE NEW YORK, NY 10017 | | | VICE PRESIDENT | |

Signatures

| | |
|-----------------------------------|------------|
| Thomas Meek for Douglas Mayger | 08/21/2012 |
| __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 January 28, 2010
 - (2) The options vested in three equal annual installments beginning on January 27, 2011
 - (3) The information contained in this report is based on a Plan Statement dated as of August 16, 2012.

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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