

MINERALS TECHNOLOGIES INC
Form 8-K
February 28, 2006

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

FORM 8-K

CURRENT REPORT
Pursuant To Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): **February 22, 2006**

MINERALS TECHNOLOGIES INC.

(Exact name of registrant as specified in its charter)

Delaware

1-3295

25-1190717

[REDACTED]
(State or other jurisdiction
of incorporation)

[REDACTED]
(Commission File
Number)

[REDACTED]
(IRS Employer
Identification No.)

405 Lexington Avenue, New York, NY

10174-0002

[REDACTED]
(Address of principal executive offices)

[REDACTED]
(Zip Code)

(212) 878-1800

[REDACTED]
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions.

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01. Entry into a Material Definitive Agreement.

On February 22, 2006, the Compensation Committee (the "Committee") of the Board of Directors of Minerals Technologies Inc. (the "Company"), pursuant to the 2001 Stock Award and Incentive Plan (the "Plan"), approved the following actions with regard to the compensation of Paul R. Saueracker, Chief Executive Officer, John A. Sorel, Chief Financial Officer, Kenneth L. Massimine, Senior Vice President, Alain F. Bouruet-Aubertot, Senior Vice President and Kirk G. Forrest, General Counsel, comprising the Company's "named executive officers."

2005 Short Term Incentive Program Payment. The Committee had previously approved a short term incentive bonus payment for 2005 to Mr. Alain Bouruet-Aubertot on January 25, 2006 in the amount of \$ 15,700. This payment was based on the attainment of 85.7% of target operating income performance. No other named executive officer received any payouts under the 2005 short term incentive program.

2003-2005 Long Term Incentive Program Payouts. On February 22, 2006, the Committee approved cash payouts to the named executive officers based on the value of performance units awarded under the 2003-2005 long-term incentive program of the Plan. The value of each performance unit was based on attaining performance levels related to the Company's return on capital employed for the three year period of at least 75% of the targets set by the Committee. The table below lists the cash value of the performance units for each of the named executive officers, based on the attainment of 77.6% of target:

| <u>Name</u> | <u>Performance Unit Payment</u> |
|---------------|-------------------------------------|
| P. Saueracker | \$195,600 |
| J. Sorel | \$76,067 |
| K. Massimine | \$97,800 |
| A. Bouruet | \$97,800 |

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|--------------|-------|-------|-------|
| K. Massimine | 8,900 | 5,800 | 3,100 |
| A. Bouruet | 8,700 | 5,700 | 3,100 |
| K. Forrest | 5,400 | 3,500 | 1,900 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

MINERALS TECHNOLOGIES INC.
(Registrant)

By: /s/ László Serester
Name: László Serester
Title: Assistant Secretary

Date: February 28, 2006
