

MINERALS TECHNOLOGIES INC  
 Form 4/A  
 February 09, 2016

**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 \*  
**MUSCARI JOSEPH 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)  
**01/20/2016**

\_\_\_\_ Director  
 \_\_\_\_ Officer (give title below)  
 \_\_\_\_ 10% Owner  
 \_\_\_\_ Other (specify below)  
**CEO and Chairman**

**NEW YORK, NY 10017**  
 (City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)  
**01/22/2016**

6. Individual or Joint/Group Filing (Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**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 or Price		
Common Stock	01/20/2016		M		56,590 A \$ 0	332,050	D
Common Stock	01/20/2016		F		26,247 (1) (2) D \$ 37.485	305,803	D
Common Stock						24,000	I By Trust (3)
Common Stock						2,733	I By 401(k) (4)

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
Deferred Restricted Stock Units (DRSUs)	(5)	01/20/2016		M	56,590	(6) (6)	Common Stock	56,590

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MUSCARI JOSEPH C 622 THIRD AVENUE NEW YORK, NY 10017			CEO and Chairman	

## Signatures

Thomas J. Meek for Joseph C. Muscari  
Date: 02/09/2016

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) These shares were withheld by Minerals Technologies Inc. to satisfy tax withholding obligations.
- (2) The number of share withheld have been updated from previously reported amount.
- (3) Reflects shares in trust for the benefit for reporting person's children.
- (4) The information contained in this report is based on a Plan Statement dated as of January 20, 2016.
- (5) Each DRSU is the economic equivalent of one share of Mineral Technologies Inc. Common Stock.
- (6) The DRSUs were granted on January 20, 2015 and vest 100% on January 20, 2016.

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