SOREL JOHN A Form 4/A January 28, 2005

FORM 4

OMB APPROVAL

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

Washington, D.C. 20549

January 31, Expires: 2005

Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

obligations may continue. See Instruction

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

response... 0.5

1(b).

1.Title of

(Print or Type Responses)

1. Name and Address of Reporting Person * SOREL JOHN A			2. Issuer Name and Ticker or Trading Symbol MINERALS TECHNOLOGIES INC [MTX]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) MINERALS INC., 405 LE			3. Date of Earliest Transaction (Month/Day/Year) 02/25/2004	Director 10% OwnerX_ Officer (give title Other (specify below) SENIOR VICE PRESIDENT		
NEW YORK	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year) 02/27/2004	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acc	mired. Disposed of, or Reneficially Owned		

3.

(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

4. Securities Acquired

Security	(Month/Day/Year)	Execution Date, if	Transaction(A) or Disposed of (D)				Securities	Ownership	Indirect
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)			Beneficially	Form:	Beneficial
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)	Ownership
							Following	or Indirect	(Instr. 4)
					(4)		Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)	
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)		
COMMON			Code v	Milount	(D)	\$			BY
COMMON STOCK	06/06/2003(4)		J <u>(4)</u>	2.7	A		2,306.6	I	401(K)
DIOCK						(4)			PLAN

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

2. Transaction Date 2A. Deemed

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

5. Amount of

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

7. Nature of

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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. Transactic Code (Instr. 8)	5. Number proof 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 An Underlying Sec (Instr. 3 and 4)
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title
EMPLOYEE STOCK OPTION (RIGHT TO BUY)	\$ 53.89	02/25/2004	02/25/2004	A	8,800	<u>(1)</u>	<u>(1)</u>	COMMON STOCK
DEFERRED STOCK	(3)	02/25/2004	02/25/2004	A	3,100	02/25/2004(2)	02/25/2009(2)	COMMON STOCK
PHANTOM STOCK UNITS	<u>(3)</u>	12/31/2003		A	129.8	<u>(5)</u>	<u>(5)</u>	COMMON STOCK

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

SOREL JOHN A MINERALS TECHNOLOGIES INC. 405 LEXINGTON AVENUE NEW YORK, NY 10174

SENIOR VICE PRESIDENT

Signatures

LINDA A. BUGGELN FOR JOHN A.
SOREL
01/28/2005

**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 OPTION VESTS IN FOUR EQUAL ANNUAL INSTALLMENTS BEGINNING ON FEBRUARY 25, 2005.
- (2) DEFERRED STOCK ISSUED PURSUANT TO THE COMPANY'S 2001 STOCK AWARD AND INCENTIVE PLAN. DEFERRED STOCK VESTS FIVE YEARS FROM DATE OF REPORTING PARTY'S RECEIPT OF NOTIFICATION.
- (3) ONE-FOR-ONE
- (4) MR. SOREL HAS 2306.6 SHARES OF MINERALS TECHNOLOGIES INC. STOCK UNDER THE COMPANY'S 401(K) PLAN. THE INFORMATION IN THIS REPORT IS BASED ON A PLAN STATEMENT DATED AS OF DECEMBER 31, 2003.

Reporting Owners 2

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THE REPORTED PHANTOM STOCK UNITS WERE ACQUIRED UNDER THE MINERALS TECHNOLOGIES INC. EXCESS (5) BENEFIT PLAN AND ARE TO BE SETTLED UPON THE REPORTING PERSON'S RETIREMENT OR OTHER TERMINATION OF SERVICE BASED UPON A REPORT DATED DECEMBER 31, 2003.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.