

MINERALS TECHNOLOGIES INC
Form 4/A
March 17, 2006

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 *
SAUERACKER PAUL R

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)

MINERALS TECHNOLOGIES
INC., 405 LEXINGTON AVENUE

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/04/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN, PRESIDENT AND CEO

NEW YORK, NY 10174

4. If Amendment, Date Original Filed(Month/Day/Year)
05/05/2005

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) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|---|
| | | | | (A) or (D) | Price | | | |
| | | | Code | V | Amount | | | |
| COMMON STOCK | 05/04/2005 | | M | | 4,100 | A | \$ 30.625 29,560 | D |
| COMMON STOCK | 05/04/2005 | | S | | 4,100 | D | \$ 67.3 25,460 | D |
| COMMON STOCK | 05/04/2005 | | M | | 915 | A | \$ 30.625 26,375 | D |
| COMMON STOCK | 05/04/2005 | | S | | 915 | D | \$ 67.39 25,460 | D |
| COMMON STOCK | 05/04/2005 | | M | | 3,000 | A | \$ 30.625 28,460 | D |

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COMMON STOCK 05/04/2005 F 1,390 D \$ 66.05 27,070 ⁽²⁾ D

COMMON STOCK 3,081.847 ⁽¹⁾ I BY 401(K) PLAN

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. SEC 1474 (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 (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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|--|--|---|----------------------------|
| EMPLOYEE STOCK OPTION (RIGHT TO BUY) | \$ 30.625 | 05/04/2005 | | M | 4,100 | ⁽²⁾ ⁽²⁾ | COMMON STOCK | 4,100 |
| EMPLOYEE STOCK OPTION (RIGHT TO BUY) | \$ 30.625 | 05/04/2005 | | M | 915 | ⁽²⁾ ⁽²⁾ | COMMON STOCK | 915 |
| EMPLOYEE STOCK OPTION (RIGHT TO BUY) | \$ 30.625 | 05/04/2005 | | M | 3,000 | ⁽²⁾ ⁽²⁾ | COMMON STOCK | 3,000 |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer

Other

SAUERACKER PAUL R
MINERALS TECHNOLOGIES INC.
405 LEXINGTON AVENUE
NEW YORK, NY 10174

X

CHAIRMAN, PRESIDENT AND CEO

Signatures

VICTORIA LUKAUSKAS FOR PAUL R.
SAUERACKER

03/17/2006

__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) Based on Minerals Technologies Inc. Savings and Investment Plan statement dated as of March 31, 2005.
 - (2) The option vested in three equal installments beginning on January 25, 1997.

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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