MONAGLE DJ III

Form 4

January 23, 2019

# FORM 4

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

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 [*] | 2. Issuer Name **and** Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer |
|---|---|---|
| MONAGLE DJ III | MINERALS TECHNOLOGIES INC [MTX] | (Check all applicable) |

| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) | _____ Director _____ 10% Owner |
|---|---|---|---|---|

622 THIRD AVENUE

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

01/19/2019

_____ Officer (give title below) _____ Other (specify below)

Senior Vice President

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

_X_ Form filed by One Reporting Person

___ Form filed by More than One Reporting Person

NEW YORK, NY 10017

| (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) |
|---|---|---|---|---|---|---|---|---|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 01/19/2019 | | M | | 4,369 | A | $ 0 | 49,549 | D | |
| Common Stock | 01/22/2019 | | F | | 2,316 (1) | D | $ 54.435 | 47,233 | D | |
| Common Stock | | | | | | | | 1,036.257 | I | By 401(k) (2) |

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

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SEC 1474
(9-02)

**number.**

**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 Underlying Securities (Instr. 3 and 4) | |
|---|---|---|---|---|---|---|---|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Deferred Restricted Stock Units (DRSUs) | (3) | 01/19/2019 | | M | | | 4,369 | (4) | (4) | Common Stock | 4,36 |
| Deferred Restricted Stock Units (DRSUs) | (3) | 01/22/2019 | | A | | 10,446 | | (5) | (5) | Common Stock | 10,44 |
| Deferred Restricted Stock Units (DRSUs) | (3) | 01/22/2019 | | A | | 919 | | (5) | (5) | Common Stock | 919 |
| Employee Stock Option (Right to Buy) | $ 54.435 | 01/22/2019 | | A | | 17,943 | | (6) | 01/22/2029 | Common Stock | 17,94 |

# Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---|---|---|---|
| | Director | 10% Owner | Officer | Other |
| MONAGLE DJ III 622 THIRD AVENUE NEW YORK, NY 10017 | | | Senior Vice President | |

# Signatures

| Thomas Meek for Daniel Joseph Monagle III | 01/23/2019 |
|---|---|
| **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 information contained in this report is based on a Plan Statement dated as of January 17, 2019.

**(3)**    Each DRSU is the economic equivalent of one share of Mineral Technologies Inc. Common Stock.

**(4)**    The DRSUs were granted on January 19, 2016 and vest in three equal annual installments beginning on January 19, 2017.

**(5)**    DRSU's were granted on January 22, 2019 and vest in three equal annual installments beginning on January 22, 2020.

**(6)**    These options were granted on January 22, 2019 and vest in three equal annual installments beginning on January 22, 2020.

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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