OIL DRI CORP OF AMERICA
Form 4
November 03, 2008

FORM 4

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

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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 *
BRISSMAN CHARLES P

(Last) (First) (Middle)

410 N. MICHIGAN AVE., SUITE 400

(Street)

CHICAGO, IL 60611-4213

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
OIL DRI CORP OF AMERICA [ODC]

3. Date of Earliest Transaction (Month/Day/Year)
10/30/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

_____ Director _____ 10% Owner
__X__ Officer (give title below) _____ Other (specify below)
Vice President

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	(A) or (D)	Price			
Common Stock	10/30/2008		M (1)		4,500	A	$ 5.888	17,060 (2)	D	
Common Stock	10/30/2008		S		100	D	$ 16.5	16,960 (2)	D	
Common Stock	10/30/2008		S		700	D	$ 16.51	16,260 (2)	D	
Common Stock	10/30/2008		S		300	D	$ 16.52	15,960 (2)	D	
Common Stock	10/30/2008		S		200	D	$ 16.55	15,760 (2)	D	

Common Stock	10/30/2008	S	100	D	$ 16.6	15,660 (2)	D
Common Stock	10/30/2008	S	100	D	$ 16.62	15,560 (2)	D
Common Stock	10/30/2008	S	200	D	$ 16.64	15,360 (2)	D
Common Stock	10/30/2008	S	80	D	$ 16.66	15,280 (2)	D
Common Stock	10/30/2008	S	200	D	$ 16.67	15,080 (2)	D
Common Stock	10/30/2008	S	20	D	$ 16.7	15,060 (2)	D
Common Stock	10/31/2008	M (1)	4,600	A	$ 5.888	19,660 (2)	D
Common Stock	10/31/2008	S	300	D	$ 16.46	19,360 (2)	D
Common Stock	10/31/2008	S	100	D	$ 16.52	19,260 (2)	D
Common Stock	10/31/2008	S	109	D	$ 16.53	19,151 (2)	D
Common Stock	10/31/2008	S	300	D	$ 16.54	18,851 (2)	D
Common Stock	10/31/2008	S	3,200	D	$ 16.55	15,651 (2)	D
Common Stock	10/31/2008	S	200	D	$ 16.6	15,451 (2)	D
Common Stock	10/31/2008	S	291	D	$ 16.62	15,160 (2)	D
Common Stock	10/31/2008	S	100	D	$ 16.65	15,060 (2)	D
Common Stock	11/03/2008	M (1)	900	A	$ 5.888	15,960 (2)	D
Common Stock	11/03/2008	S	500	D	$ 16.3	15,460 (2)	D
Common Stock	11/03/2008	S	400	D	$ 16.4	15,060 (2)	D

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

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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	$ 9.432							09/23/2005	09/23/2013	Common Stock	12,500
Stock Options (Right to buy)	$ 5.888	10/30/2008		M(1)			4,500	10/21/2004	10/21/2012	Common Stock	4,500
Stock Options (Right to buy)	$ 5.888	10/31/2008		M(1)			4,600	10/21/2004	10/21/2012	Common Stock	4,600
Stock Options (Right to buy)	$ 5.888	11/03/2008		M(1)			900	10/21/2004	10/21/2012	Common Stock	900

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRISSMAN CHARLES P 410 N. MICHIGAN AVE. SUITE 400 CHICAGO, IL 60611-4213			Vice President	

Signatures

Angela M. Hatseras by Power of Attorney	11/03/2008
**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)	Exercise of employee stock options pursuant to the Oil-Dri Corporation of America 1995 Long-Term Incentive Plan in a transaction exempt under rule 16b-3.
(2)	The number of securities beneficially owned has been adjusted to reflect a stock dividend effective September 8, 2006 of 0.25 share for each share of the issuer's Common or Class B stock beneficially owned by the reporting person on August 4, 2006.

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.