

BRADLEY WADE
Form 4
December 15, 2004

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 *
BRADLEY WADE

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
410 N. MICHIGAN AVE., SUITE 400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/13/2004

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

CHICAGO, IL 60611-4213

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

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)	
				Code	V	Amount				(A) or (D)
Common Stock	12/13/2004		M ⁽¹⁾			5,500	\$ 9.5625	5,506	D	
Common Stock	12/13/2004		S			2,500	\$ 17.45	3,006	D	
Common Stock	12/13/2004		S			2,500	\$ 17.65	506	D	
Common Stock	12/13/2004		S			500	\$ 17.75	6	D	
Common Stock	12/14/2004		M ⁽¹⁾			2,000	\$ 9.5625	2,006	D	

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Common Stock 12/14/2004 S 2,000 D \$ 17.75 6 D

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

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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 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
Stock Options (Right to buy)	\$ 0					09/23/2005 09/23/2013	Class A Common Stock	5,000
Stock Options (Right to buy)	\$ 6.15					10/12/2003 10/12/2011	Common Stock	10,000
Stock Options (Right to buy)	\$ 8.1875					03/14/2002 03/14/2010	Common Stock	2,500
Stock Options (Right to buy)	\$ 11.25					09/18/2000 09/18/2008	Common Stock	16,000
Stock Options (Right to buy)	\$ 11.39					06/10/2005 06/10/2013	Common Stock	10,000
Stock Options (Right to buy)	\$ 15.125					10/05/1997 10/05/2005	Common Stock	4,000

Stock Options (Right to buy)	\$ 9.5625	12/13/2004		<u>M</u> ⁽¹⁾	5,500	09/19/2002	09/19/2010	Common Stock	5,500
Stock Options (Right to buy)	\$ 9.5625	12/14/2004		<u>M</u> ⁽¹⁾	2,000	09/19/2002	09/19/2010	Common Stock	2,000

Reporting Owners

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

Signatures

Maryon Gray by Power of Attorney

 *Signature of Reporting Person

12/15/2004

 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.

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.