

OIL DRI CORP OF AMERICA
 Form 4
 February 13, 2008

FORM 4

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

OMB APPROVAL

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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 *
JAFFEE DANIEL S

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 02/11/2008

Director 10% Owner
 Officer (give title below) Other (specify below)
 President and CEO

(Street)
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/11/2008		C ⁽¹⁾		200	A	\$ 0 <u>(2)</u>
Common Stock	02/11/2008		S ⁽³⁾		200	D	\$ 18.2

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)

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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
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Class B Stock	\$ 0 ⁽²⁾	02/11/2008		M ⁽⁴⁾	200	<u>(2)</u>	<u>(2)</u>	Common Stock	200
Class B Stock	\$ 0 ⁽²⁾	02/11/2008		C ⁽¹⁾	200	<u>(2)</u>	<u>(2)</u>	Common Stock	200
Stock Options (Right to buy)	\$ 4.92					10/12/2003	10/12/2011	Class B Common Stock	37,500
Stock Options (Right to buy)	\$ 9.432					09/23/2005	09/23/2013	Class B Common Stock	15,625
Stock Options (Right to buy)	\$ 9	02/11/2008		M ⁽⁴⁾	200	09/18/2000	09/18/2008	Class B Common Stock	200
Class B Stock	\$ 0					<u>(2)</u>	<u>(2)</u>	Common Stock	2
Class B Stock	\$ 0					<u>(2)</u>	<u>(2)</u>	Common Stock	80,711
Class B Stock	\$ 0					<u>(2)</u>	<u>(2)</u>	Common Stock	278
Class B Stock	\$ 0					<u>(2)</u>	<u>(2)</u>	Common Stock	293
Class B Stock	\$ 0					<u>(2)</u>	<u>(2)</u>	Common Stock	29,717
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