FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP | OMB Number: |
|--|-------------------|
| | Estimated average |

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | | | | | | | | |
|--------------------------|-------------|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per re | sponse: 0.5 | | | | | | | |

| Name and Address of Reporting Person* Moskowitz Jessica D | | | | 2. Issuer Name and Ticker or Trading Symbol Oil-Dri Corp of America [ODC] | | | | | | | | (Che | ck all app Direc | ationship of Reporting call applicable) Director Officer (give title below) Vice Pr | | 10% Own Other (spe below) resident | | | |
|---|--|--|----------------|---|---|--|------------------|---|--------------------|-----------------------|---|---|--|--|--|---|--|--------------------------|--|
| (Last) (First) (Middle) 410 N. MICHIGAN AVENUE | | | | | 3. Date of Earliest Transaction (Month/Day/Year) 10/19/2020 | | | | | | | | X | | | | | | |
| (Street) CHICAC | | | 0611 Zip) | | 4. If <i>I</i> | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Inc Line) | Form | or Joint/Group Filing (Check Applicable m filed by One Reporting Person m filed by More than One Reporting son | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | |
| 1. Title of Security (Instr. 3) 2. Transac Date (Month/Date) | | | | Execution Date, | | | | s Acquired (A) or of (D) (Instr. 3, 4 an | | | 5. Amo Securi Benefi Owned Report | ties cially I Following | 6. Owne Form: D (D) or In (I) (Instr. | rect direct | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | | |
| | | | | | | | | Code | v | Amount | (A) (D) | or F | rice | Transa | ction(s) 3 and 4) | | | ,, | |
| Common Stock 10/19/ | | | | 10/19/2 | 020 | | F ⁽¹⁾ | | 218 | D \$36. | | \$36.11 | 1 3,532 | | D | | | | |
| Common Stock 10/19/2 | | | | 2020 | | A ⁽²⁾ | | 6,250(3) | A | 1 : | \$36.11 | 9 | 9,782 | | | | | | |
| | 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) | Executi if any | 3A. Deemed Execution Date, if any (Month/Day/Year) | | ransaction code (Instr. | | of | | Exercion Da /Day/Y | | 7. Title and Amount of Securities Underlying Derivative Security (In 3 and 4) | | Str. | Price of erivative ecurity estr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownersh Form: Direct (D) or Indirect (I) (Instr. | m: ect (D) ndirect | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
| Code | | | Code | v | (A) | (D) | Date Exercis | able | Expiration Date | Title | or Num of Shar | . | | | | | | | |

Explanation of Responses:

- 1. Shares withheld for the purpose of covering tax liability incident to the vesting of restricted stock issued in accordance with Rule 16b-3.
- 2. Restricted stock granted pursuant to the Oil-Dri Corporation of America 2006 Long Term Incentive Plan in a transaction exempt under rule 16b-3.
- 3. The shares of Restricted Stock are scheduled to "cliff" vest in full on October 19, 2025.

Remarks:

<u>Laura G. Scheland by Power</u> of Attorney

10/21/2020

** Signature of Reporting Person Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.