FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPRO	OVAL							
OMB Number:	3235-0287							
Estimated average burden								
hours per response:	0.5							

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

	nd Address of LEY WA	OI	2. Issuer Name and Ticker or Trading Symbol OIL DRI CORPORATION OF AMERICA [ODC]										5. Relationship of Reporting (Check all applicable) Director X Officer (give title			10% Owner Other (specify				
(Last) 410 N. M SUITE 4	IICHIGAN	AVE.		3. Date of Earliest Transaction (Month/Day/Year) 10/27/2006										belov	below) below) Vice President					
(Street) CHICAC			60611-42 (Zip)	13	4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										ne) X Forn Forn	al or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person			
		Tab	le I - Nor	n-Deriv	ative	Se	curitie	es Ac	qu	ired, I	Disi	osed o	of, o	r Ber	neficia	lly Owne	ed			
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						ar)	2A. Deemed Execution Date, if any (Month/Day/Year)		,	3. Transac Code (Ir 8)	tion	4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)			d (A) or	5. Amo Securi Benefi Owner	ount of ties cially I Following	Forr (D) (m: Direct or Indirect nstr. 4)	7. Nature of Indirect Beneficial Ownership
									Ī	Code	v	Amount		(A) or (D)	Price		ed ction(s) and 4)			(Instr. 4)
Common	Stock	7/2006	2006				M ⁽¹⁾		699	A \$9		\$9.4	32	706		D				
Common Stock 10/27/2										S ⁽²⁾		699		D	\$15.	32	7		D	
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. Deeme Execution if any (Month/Da	Date,	4. Transactior Code (Instr. 8)		of	rative rities ired r osed)	Exp	Date Exer Diration I Donth/Day	ate		7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		Security	8. Price of Derivative Security (Instr. 5)		ly i	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exe	e ercisable		piration ate	Title		Amount or Number of Shares					
Stock Options (Right to buy)	\$9.432	10/27/2006			M ⁽¹⁾			699	09/	/23/2005	09	/23/2013	Comi		699	\$9.432	3,125		D	

Explanation of Responses:

- 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. Sale, pursuant to a written plan which satisfies the requirements of SEC Rule 10b5-1, of shares obtained through exercise of employee stock options.

Maryon Gray by Power of Attorney 10/31/2006

** 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.