SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

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
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1. Name and Address of Reporting Person* LIBERT JEFFREY M			2. Issuer Name and Ticker or Trading Symbol OIL DRI CORP OF AMERICA [ODC]		ationship of Reporting Pe (all applicable) Director	10% Owner
(Last) (First) 410 N. MICHIGAN AVE. SUITE 400 (Street) CHICAGO IL (City) (State)		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/28/2010		Officer (give title below) Vice Presi	Other (specify below) dent
		60611-4213 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Check Applicable 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)					5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(11301.4)
Common Stock	01/28/2010		M ⁽¹⁾		5,000	A	\$4.92	5,010	D	
Common Stock	01/28/2010		S		200	D	\$15.61	4,810	D	
Common Stock	01/28/2010		S		100	D	\$15.6405	4,710	D	
Common Stock	01/28/2010		S		7	D	\$15.7	4,703	D	
Common Stock	01/28/2010		S		600	D	\$15.75	4,103	D	
Common Stock	01/28/2010		S		193	D	\$15.76	3,910	D	
Common Stock	01/28/2010		S		900	D	\$15.79	3,010	D	
Common Stock	01/28/2010		S		400	D	\$15.82	2,610	D	
Common Stock	01/28/2010		S		1,200	D	\$15.9	1,410	D	
Common Stock	01/28/2010		S		100	D	\$15.97	1,310	D	
Common Stock	01/28/2010		S		100	D	\$15.99	1,210	D	
Common Stock	01/28/2010		S		1,000	D	\$16	210	D	
Common Stock	01/28/2010		S		200	D	\$16.0005	10	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. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deri Sec Acq (A) Disp of (I	oosed D) tr. 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Options (Right to Buy)	\$4.92	01/28/2010		M ⁽¹⁾			5,000	10/12/2003 ⁽¹⁾	10/12/2011	Common Stock	5,000	\$0	20,000	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.

<u>/s/ Charles P. Brissman by</u>

Power of Attorney

01/29/2010

** Signature of Reporting Person

n 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.