

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) October 10, 2005

Oil-Dri Corporation of America

(Exact name of registrant as specified in its charter)

Delaware

0-8675

36-2048898

*(State or other jurisdiction of
incorporation)*

*(Commission
File Number)*

*(IRS Employer
Identification No.)*

**410 North Michigan Avenue
Suite 400
Chicago, Illinois**

60611-4213

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code (312) 321-1515

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01 Other Events.

On October 10, 2005, the Board of Directors of Oil-Dri Corporation of America (the “Registrant”) authorized the repurchase of up to an additional 500,000 shares of the Registrant’s Common Stock. The Registrant’s Board of Directors also declared increased quarterly cash dividends of \$0.12 per share of the Registrant’s Common Stock (increased from \$0.11 per share) and \$0.09 per share of the Registrant’s Class B Stock (increased from \$0.0825 per share). A copy of the Registrant’s press release announcing these matters is attached as Exhibit 99.1 and the information contained therein is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

Exhibit Number	Description of Exhibits
99.1	Press Release of the Registrant dated October 11, 2005.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OIL-DRI CORPORATION OF AMERICA

By: /s/ Charles P. Brissman

Charles P. Brissman
Vice President and General Counsel

Date: October 12, 2005

Exhibit Index

**Exhibit
Number**

Description of Exhibits

99.1

Press Release of the Registrant dated October 11, 2005.

Oil-Dri Board of Directors Authorizes Additional Common Stock Repurchases and Approves Dividend Increases

CHICAGO, Oct. 11 /PRNewswire-FirstCall/ -- Oil-Dri Corporation of America (NYSE: ODC) announced today that its Board of Directors authorized the repurchase of an additional 500,000 shares of its Common Stock and declared quarterly cash dividends of \$0.12 per share of Common Stock and \$0.09 per share of Class B Stock.

Daniel Jaffee, Oil-Dri President and Chief Executive Officer said, "We believe our Common Stock repurchase program is a good investment in our future and I am pleased with the Board's decision to approve additional shares for this program. Purchases will be periodic and subject to SEC regulations, market conditions and future business opportunities."

Including the 218,704 shares left under prior authorizations, the company is now authorized to repurchase 718,704 shares of Common Stock.

The dividends will be payable on December 9, 2005, to stockholders of record at the close of business on November 11, 2005. The fiscal year 2006 marks the 29th consecutive year the company has paid cash dividends.

Oil-Dri Corporation of America is the world's largest manufacturer of cat litter and a leading supplier of specialty sorbent products for industrial, automotive, agricultural, horticultural and specialty markets.

This release contains certain forward-looking statements regarding the company's expected performance for future periods, and actual results for such periods might materially differ. Such forward-looking statements are subject to uncertainties which include, but are not limited to, intense competition from much larger organizations in the consumer market; the level of success in implementation of price increases and surcharges; increasing acceptance of genetically modified and treated seed and other changes in overall agricultural demand; increasing regulation of the food chain; changes in the market conditions, the overall economy, volatility in the price and availability of natural gas, fuel oil and other energy sources, and other factors detailed from time to time in the company's annual report and other reports filed with the Securities and Exchange Commission.

SOURCE Oil-Dri Corporation of America

-0- 10/11/2005

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