

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)

December 4, 2012

Oil-Dri Corporation of America

(Exact name of registrant as specified in its charter)

Delaware

(State or other jurisdiction of incorporation)

001-12622

(Commission File Number)

36-2048898

(IRS Employer Identification
No.)

**410 North Michigan Avenue
Suite 400**

Chicago, Illinois

(Address of principal executive offices)

60611-4213

(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.

At a special meeting on December 4, 2012, the Registrant's Board of Directors declared accelerated cash dividends of \$0.36 per share of the Registrant's Common Stock and \$0.27 per share of the Registrant's Class B Stock, which reflect an acceleration of the quarterly dividends that would normally be paid for the third and fourth quarters of fiscal 2013. The dividends will be payable on December 28, 2012, to stockholders of record at the close of business on December 14, 2012. 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.

(d) Exhibit

Exhibit Number	Description of Exhibits
99.1	Press Release dated December 4, 2012

SIGNATURES

Pursuant to the requirements of the Exchange Act, 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/ Douglas A. Graham
Douglas A. Graham
Vice President and General Counsel

Date: December 4, 2012

Exhibit Index

<u>Exhibit Number</u>	<u>Description of Exhibits</u>
99.1	Press Release dated December 4, 2012



News Announcement

Oil-Dri Board of Directors Declares Accelerated Dividends

CHICAGO, IL – (December 4, 2012) – The Board of Directors of Oil-Dri Corporation of America (NYSE: ODC) today declared accelerated cash dividends of \$0.36 per share of Common Stock and \$0.27 per share of Class B Stock which reflect dividends for the third and fourth quarters of fiscal 2013.

Daniel S. Jaffee, President and Chief Executive Officer said, “We believe the Board’s decision to advance two quarters of expected dividend payments considers the best interests of our stockholders. This is not a special dividend payment or increase but rather an acceleration of the quarterly dividends that would be paid normally over the course of fiscal 2013. This payment will neither require us to take on any new debt nor negatively impact our ability to take advantage of potential business opportunities.”

The dividends declared today will be payable on December 28, 2012, to stockholders of record at the close of business on December 14, 2012. The Board will consider its next regularly scheduled dividend payment at its June 2013 meeting.

CONTACT

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