

OIL DRI CORPORATION OF AMERICA
 Form 4
 December 09, 2004

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BRADLEY WADE

2. Issuer Name and Ticker or Trading Symbol
OIL DRI CORPORATION OF AMERICA [ODC]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)
 410 N. MICHIGAN AVE., SUITE 400
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/08/2004

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Vice President

CHICAGO, IL 60611-4213

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	12/08/2004		M ⁽¹⁾			2,500	\$ 8.1875	2,506	D	
Common Stock	12/08/2004		M ⁽¹⁾			2,500	\$ 8.1875	5,006	D	
Common Stock	12/08/2004		S			2,500	\$ 16.85	2,506	D	
Common Stock	12/08/2004		S			2,500	\$ 16.95	6	D	

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

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to buy)	\$ 0					09/23/2005	09/23/2013	Class A Common Stock	5,000
Stock Options (Right to buy)	\$ 6.15					10/12/2003	10/12/2011	Common Stock	10,000
Stock Options (Right to buy)	\$ 9.5625					09/19/2002	09/19/2010	Common Stock	20,000
Stock Options (Right to buy)	\$ 11.25					09/18/2000	09/18/2008	Common Stock	16,000
Stock Options (Right to buy)	\$ 11.39					06/10/2005	06/10/2013	Common Stock	10,000
Stock Options (Right to buy)	\$ 15.125					10/05/1997	10/05/2005	Common Stock	4,000
Stock Options (Right to buy)	\$ 8.1875	12/08/2004		M ⁽¹⁾	2,500	03/14/2002	03/14/2010	Common Stock	2,500

Stock										
Options (Right to buy)	\$ 8.1875	12/08/2004		<u>M</u> (1)	2,500	03/14/2002	03/14/2010	Common Stock		2,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BRADLEY WADE 410 N. MICHIGAN AVE. SUITE 400 CHICAGO, IL 60611-4213			Vice President	

Signatures

Maryon Gray by Power of Attorney	12/09/2004
**Signature of Reporting Person	Date

Explanation of Responses:

- * 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).
- (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.

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