

OIL DRI CORP OF AMERICA  
 Form 4  
 June 25, 2008

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

OMB APPROVAL  
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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 \*  
 COLE J STEVEN

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

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

(Last) (First) (Middle)  
 COLE & ASSOCIATES, 633  
 SKOKIE BOULEVARD, SUITE  
 202

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 06/24/2008

Director  10% Owner  
 Officer (give title below)  Other (specify below)

(Street)  
 NORTHBROOK, IL 60062

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. Code		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)
			(Instr. 8)	(Instr. 8)	(A) or (D)	Amount			
Common Stock	06/24/2008		S		D	\$ 18	19,298	D	
Common Stock	06/24/2008		S		D	\$ 18.01	19,198	D	
Common Stock	06/24/2008		S		D	\$ 18.02	18,798	D	
Common Stock	06/24/2008		S		D	\$ 18.03	18,698	D	
	06/24/2008		S		D		18,198	D	

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Common Stock					\$ 18.04		
Common Stock	06/24/2008	S	200	D	\$ 18.05	17,998	D
Common Stock	06/24/2008	S	100	D	\$ 18.06	17,898	D
Common Stock	06/24/2008	S	100	D	\$ 18.07	17,798	D
Common Stock	06/24/2008	S	100	D	\$ 18.08	17,698	D
Common Stock	06/24/2008	S	300	D	\$ 18.09	17,398	D
Common Stock	06/24/2008	S	200	D	\$ 18.1	17,198	D
Common Stock	06/24/2008	S	500	D	\$ 18.11	16,698	D
Common Stock	06/24/2008	S	800	D	\$ 18.12	15,898	D
Common Stock	06/24/2008	S	800	D	\$ 18.13	15,098	D
Common Stock	06/24/2008	S	100	D	\$ 18.14	14,998	D
Common Stock	06/24/2008	S	100	D	\$ 18.16	14,898	D
Common Stock	06/24/2008	S	200	D	\$ 18.17	14,698	D
Common Stock	06/24/2008	S	28	D	\$ 18.31	14,670	D
Common Stock	06/24/2008	S	72	D	\$ 18.32	14,598	D
Common Stock	06/24/2008	S	457	D	\$ 18.35	14,141	D
Common Stock	06/24/2008	S	200	D	\$ 18.36	13,941	D
Common Stock	06/24/2008	S	200	D	\$ 18.38	13,741	D
Common Stock	06/24/2008	S	700	D	\$ 18.4	13,041	D
Common Stock	06/24/2008	S	200	D	\$ 18.55	12,841	D
						1,208	I

Common  
Stock

Owned by  
Spouse

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

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(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. Price or Derivative Security (Instr. 3)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 4.92					10/12/2002	10/12/2011	Common Stock	6,250
Stock Options (Right to buy)	\$ 6.4					12/04/2000	12/04/2010	Common Stock	12,500
Stock Options (Right to buy)	\$ 13.072					12/03/2005	12/03/2014	Common Stock	6,250

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
COLE J STEVEN COLE & ASSOCIATES 633 SKOKIE BOULEVARD, SUITE 202 NORTHBROOK, IL 60062	X			

## Signatures

Angela M. Hatseras by Power of  
Attorney

06/25/2008

\_\_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).

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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