COFSKY THOMAS F

Form 4

January 20, 2010

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue. See Instruction

(Print or Type Responses)

COFSKY THOMAS F

(Last)

1(b).

(Middle)

5. Relationship of Reporting Person(s) to

Issuer

Symbol OIL DRI CORP OF AMERICA

2. Issuer Name and Ticker or Trading

[ODC]

3. Date of Earliest Transaction

(Month/Day/Year)

01/19/2010

(Check all applicable)

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

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

Vice President

410 N. MICHIGAN AVE., SUITE 400

(First)

1. Name and Address of Reporting Person *

(Street)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

CHICAGO, IL 60611-4213

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly 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)	ransaction(A) or Disposed of (D) code (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	01/19/2010		C(1)	3,300	A	\$0	3,812	D (4)	
Common Stock	01/19/2010		S(3)	100	D	\$ 15.6	3,712	D (4)	
Common Stock	01/19/2010		S	200	D	\$ 15.61	3,512	D (4)	
Common Stock	01/19/2010		S	100	D	\$ 15.62	3,412	D (4)	
Common Stock	01/19/2010		S	4	D	\$ 15.64	3,408	D (4)	

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Common Stock	01/19/2010	S	400	D	\$ 15.66	3,008	D (4)	
Common Stock	01/19/2010	S	100	D	\$ 15.67	2,908	D (4)	
Common Stock	01/19/2010	S	200	D	\$ 15.68	2,708	D (4)	
Common Stock	01/19/2010	S	100	D	\$ 15.69	2,608	D (4)	
Common Stock	01/19/2010	S	100	D	\$ 15.71	2,508	D (4)	
Common Stock	01/19/2010	S	496	D	\$ 15.75	2,012	D (4)	
Common Stock	01/19/2010	S	100	D	\$ 15.76	1,912	D (4)	
Common Stock	01/19/2010	S	1,200	D	\$ 15.78	712	D (4)	
Common Stock	01/19/2010	S	200	D	\$ 15.82	512	D (4)	
Common Stock						74	I	Owned By Spouse

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

Buy)

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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. Transactio Code (Instr. 8)	5. Number of inDerivative 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 o Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to	\$ 6.9	01/19/2010		M(2)		3,300	02/28/2002	02/28/2010	Common Stock	3,300

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Class B Stock	\$ 0 (1)	01/19/2010	M(1)	3,300	<u>(1)</u>	<u>(1)</u>	Common Stock	3,300
Class B Stock	\$ 0 (1)	01/19/2010	C(1)	3,300	<u>(1)</u>	<u>(1)</u>	Common Stock	3,300

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

COFSKY THOMAS F 410 N. MICHIGAN AVE. SUITE 400 CHICAGO, IL 60611-4213

Vice President

Signatures

/s/ Angela M. Hatseras by Power of Attorney

01/20/2010

**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) Class B Stock may be converted at any time at the option of the holder into Common Stock on a share for share basis. See note 134 to SEC Release 34-288691
- (2) 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.
- (3) All sales, pursuant to a written plan which satisfies the requirements of SEC Rule 10b5-1, of shares obtained through exercise of employee stock options.
- (4) See line below for balance following all transcactions currently being reported.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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