

OIL DRI CORPORATION OF AMERICA  
 Form 4  
 July 27, 2005

**FORM 4**

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

OMB APPROVAL

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**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 \*  
 MILLER JOSEPH C

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)

3. Date of Earliest Transaction (Month/Day/Year)  
 07/25/2005

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

OIL-DRI CORPORATION OF AMERICA, 410 N. MICHIGAN AVENUE, 4TH FLOOR

(Street)

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

CHICAGO, IL 60611

(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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	07/25/2005		M <sup>(1)</sup>		5,000 A \$ 6.15	5,000	D
Common Stock	07/25/2005		M <sup>(1)</sup>		20,000 A \$ 8	25,000	D
Common Stock	07/25/2005		S		6,800 D \$ 17.55	18,200	D
Common Stock	07/25/2005		S		2,800 D \$ 17.75	15,400	D
	07/25/2005		S		1,000 D	14,400	D

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Common Stock					\$						
					17.76						
Common Stock	07/25/2005		S	200	D	\$ 17.8	14,200		D		
Common Stock	07/25/2005		S	100	D	\$ 17.84	14,100		D		
Common Stock							2,000		I		Trustee for benefit of Marilyn A. Miller FIT Trust

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)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 6.15	07/25/2005		M <sup>(1)</sup>	5,000	10/12/2003	10/12/2011	Common Stock	5,000
Stock Options (Right to buy)	\$ 8	07/25/2005		M <sup>(1)</sup>	20,000	12/04/2002	12/04/2010	Common Stock	20,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MILLER JOSEPH C	X			

OIL-DRI CORPORATION OF AMERICA  
410 N. MICHIGAN AVENUE, 4TH FLOOR  
CHICAGO, IL 60611

## Signatures

Maryon Gray by Power of  
Attorney

07/26/2005

\_\_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 director stock options pursuant to the Oil-Dri Corporation of America Outside Director Stock 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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