

COFSKY THOMAS F

Form 4

April 04, 2011

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 *
COFSKY THOMAS F

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)
410 N. MICHIGAN AVE., SUITE 400
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
03/31/2011

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

CHICAGO, IL 60611-4213

(City) (State) (Zip)

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

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock | 03/31/2011 | | C ⁽²⁾ | 4,563 | A \$ 0 | 5,075 | D ⁽⁴⁾ |
| Common Stock | 03/31/2011 | | S ⁽¹⁾ | 100 | D \$ 20.95 | 4,975 | D ⁽⁴⁾ |
| Common Stock | 03/31/2011 | | S ⁽¹⁾ | 400 | D \$ 21 | 4,575 | D ⁽⁴⁾ |
| Common Stock | 03/31/2011 | | S ⁽¹⁾ | 400 | D \$ 21.01 | 4,175 | D ⁽⁴⁾ |
| Common Stock | 03/31/2011 | | S ⁽¹⁾ | 145 | D \$ 21.02 | 4,030 | D ⁽⁴⁾ |

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| | | | | | | | | |
|--------------|------------|--------------|-----|---|-----------|-------|-------|-----------------|
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.03 | 3,930 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.04 | 3,830 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.07 | 3,730 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.1 | 3,630 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 500 | D | \$ 21.11 | 3,130 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 173 | D | \$ 21.12 | 2,957 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 30 | D | \$ 21.13 | 2,927 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 600 | D | \$ 21.16 | 2,327 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.18 | 2,227 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 200 | D | \$ 21.19 | 2,027 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 601 | D | \$ 21.21 | 1,426 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 101 | D | \$ 21.215 | 1,325 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.22 | 1,225 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 196 | D | \$ 21.23 | 1,029 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.235 | 929 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.24 | 829 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.255 | 729 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 117 | D | \$ 21.3 | 612 | D (4) | |
| Common Stock | 03/31/2011 | <u>S</u> (1) | 100 | D | \$ 21.35 | 512 | D | |
| Common Stock | | | | | | 74 | I | Owned By Spouse |

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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.

- (2) 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
- (3) 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.
- (4) See line below for balance following all transactions 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.

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