

OIL DRI CORP OF AMERICA  
Form 8-K  
December 10, 2008

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) December 9, 2008

Oil-Dri Corporation of America

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(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction of  
incorporation)

0-8675  
(Commission File Number)

36-2048898  
(IRS Employer Identification No.)

410 North Michigan Avenue  
Suite 400  
Chicago, Illinois  
(Address of principal executive  
offices)

60611-4213  
(Zip Code)

Registrant's telephone number, including area code  
(312) 321-1515

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(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 2.02 Results of Operations and Financial Condition.

On December 9, 2008, Oil-Dri Corporation of America (the "Registrant") issued a press release announcing its results of operations for its first quarter ended October 31, 2008. A copy of the press release is attached as Exhibit 99.1 and the information contained therein is incorporated herein by reference. The information contained in this Item 2.02, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934 (the "Exchange Act"), and it shall not be deemed incorporated by reference into any filing under the Exchange Act or the Securities Act of 1933, except as shall be expressly set forth by specific reference in such filing.

Item 8.01 Other Events.

Also on December 9, 2008, the Registrant's Board of Directors declared quarterly cash dividends of \$0.14 per share of the Registrant's Common Stock and \$0.105 per share of the Registrant's Class B Stock. The dividends will be payable on March 6, 2009, to stockholders of record at the close of business on February 20, 2009. A copy of the Registrant's press release announcing these matters is attached as Exhibit 99.2 and the information contained therein is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description of Exhibits
99.1	Press Release dated December 9, 2008 (Quarterly Earnings)
99.2	Press Release dated December 9, 2009 (Cash Dividends)

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

OIL-DRI CORPORATION OF AMERICA

By: /s/ Charles P. Brissman  
Charles P. Brissman  
Vice President and General Counsel

Date: December 9, 2008

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Exhibit Index

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