Edgar Filing: Nemeroff Michael A - Form 4

Form 4 June 13, 2006 FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION (Mathibus)	Nemeroff Mi	ichael A										
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 OMB APPROVAL OMB Washington, D.C. 20549 OMB Momber: 2325-0287 Check this how if no locure subject to Section 16 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: 2000 Form 4 or Form 5 may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1935, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1930 (b) of the Investment Company Act of 1940 S. Relationship of Reporting Person(s) to Issuer Print or Type Responses) 1. Name and Address of Reporting Person 1 (b). 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to Issuer S. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) -XDirector Officer (give attle - 000 (or group) -XDirector Differe (give attle - 000 (or group) -XDirector Differe (give attle - 000 (or group) -XCom Tiffet by Once Reporting Person - Form filed by Once Re	Form 4											
Check this box if no longer subject to Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES OMB Number: 2005 Section 16. 3235-0287 Form 4 or Form 5 or mas STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: January 31, 2005 Form 5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations see Instruction 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person! 2. Issuer Name and Ticker or Trading Symbol OIL DRI CORPORATION OF (Month/Day/Year) 5. Relationship of Reporting Person(s) to Issuer 222 NORTH LASALLE ST., SUITE 06/09/2006	June 13, 200	6										
UNITED STATES STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF in longer subject to subject to subjec	FORM 4									PPROVAL		
Check this box if no longer subject to STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Status and a section 16. SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. Sec Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Section 17(a) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person 2 2. Issuer Name and Ticker or Trading Symbol OIL DRI CORPORATION OF AMERICA [ODC] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 222 NORTH LASALLE ST., SUITE 06/09/2006 2600 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Chick all applicable) CHICAGO, IL 60601 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities S. Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities S. Acquired, Disposed of, or Beneficially Owned (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities S. Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities S. Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities S. Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Form: Direct Indirect (Month/Day/Year) (Month/Day/Year) (Code Disposed of (D) Beneficially (D) or Beneficial (Month/Day/Year) (Code V Amount (D) Price (A) Or Code V Amount (D) Price (A) Or		• UNITE	D STATES					IGE (COMMISSION	ONID	3235-0287	
if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Sec Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person	Check thi	s box		Was	hington,	D.C. 205	949			Number:		
subject to STATE MEAT OF CHARGES IN BENEFICIAL OWNERSHIP OF Estimated average burden hours per response 0.5 Form 4 or Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section any continue. 30(h) of the Investment Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person. ¹ 2. Issuer Name and Ticker or Trading S. Relationship of Reporting Person(s) to Issuer OIL DRI CORPORATION OF AMERICA [ODC] (Check all applicable) AMERICA [ODC] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned I.Title of 2. Transaction Date if Transaction (City) (State) (Zip) Table 1 - Non-Derivative Securities S. Amount of 6. Ownership 7. Nature of Security (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 3, 4 and 5) Owned Indirect (I) Owner Code Disposed of (D) Beneficially (D) or Beneficially (Instr. 4) (Instr. 4		or			CEC DU		CTAT	OU		Expires:		
Form 4 or Form 5 or Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Outber Induity Perform response 0.5 (Print or Type Responses) 30(h) of the Investment Company Act of 1935 or Section 1(b). Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). Section 17(a) of the Public Utility Holding Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of 1940 1(b). Section 17(a) of the Investment Company Act of	0		LIMENT O	F CHAN			CIAL	JOW	NERSHIP OF	Estimated a		
Form 5 obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 30(h) of the Investment Company Act of 1940 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person * Nemeroff Michael A Symbol OIL DRI CORPORATION OF AMERICA [ODC] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) 222 NORTH LASALLE ST., SUITE 06/09/2006 CHICAGO, IL 60601 (City) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Scurity (Month/Day/Year) (City) (State) (Zip) Table 1 - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Scurity (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) Code V Amount (D) Price (A) Transaction(s) (Instr. 3) (Month/Day/Year) Code V Amount (D) Price (Instr. 3) (Month/Day/Year) Code V Amount (D) Price					SECUR	TTES					•	
obligations may continue. See Instruction Section 17(a) of the Public Utility Holding Company Act of 1935 or Section See Instruction 30(h) of the Investment Company Act of 1940 (b). (Print or Type Responses) 1. Name and Address of Reporting Person ⁺ . 2. Issuer Name and Ticker or Trading Nemeroff Michael A Symbol (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (City) (State) (City) (State) (City) (State) (Zar) Table I - Non-Derivative Securities (City) (State) (City) (State) (City) (State) (City) (State) (Month/Day/Year) Assocurities (Instr. 3) (Month/Day/Year) Securities (Instr. 3) (City) (State) (A) Transaction Date 2A. Deemed any (Code Disposed of (D) (Month/Day/Year) S. Amount of Securities (Month/Day/Year) (Instr. 3)				Castion 10	(a) = f + b	C	a a Err	a 1 4 a 44 a	A -+ -f 1024	response	0.5	
may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). 30(h) of the Investment Company Act of 1940 (Print or Type Responses) 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer Nemeroff Michael A Symbol 0.1 DRI CORPORATION OF AMERICA [ODC] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) -X_Director below) 10% Owner 222 NORTH LASALLE ST., SUITE 06/09/2006		1 0								n		
It is the function of the period of the p	-	inue.			•	•	. .			11		
(Print or Type Responses) 1. Name and Address of Reporting Person.* Nemeroff Michael A 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) 222 NORTH LASALLE ST., SUITE 06/09/2006		iction	50(II)	of the my	vestment	Company	Act	01 19	40			
1. Name and Address of Reporting Person 1 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) 222 NORTH LASALLE ST., SUITE 06/09/2006	I(D).											
Nemeroff Michael A Symbol OIL DRI CORPORATION OF AMERICA [ODC] (Last) (First) (Middle) 2.22 NORTH LASALLE ST., SUITE 2600 (Street) (Month/Day/Year) (Instr. 3) (Instr. 4) (Instr. 4)	(Print or Type R	Responses)										
Common Strategy Strat					-							
(Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) $-X$ Director below) $-X$ Director (Diffeer (give title) -10% Owner (Diffeer (give title) 222 NORTH LASALLE ST., SUITE 2600 (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 Person Form filed by More than One Reporting Person Form filed by More than One Reporting Person Form filed by One Reporting Person Form: Direct Indirect 1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. 4. Securities fransaction/Acquired (A) or Code V Amount (D) Price 5. Amount of Securities Securities (Instr. 4) 6. Ownership (Instr. 4) 7. Nature of Securities (Instr. 4) Common 2. 765 D		licitati A		-								
(Month/Day/Year) Officer (give title below) Other (specify below) 222 NORTH LASALLE ST., SUITE 06/09/2006 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) CHICAGO, IL 60601 6. Individual or Joint/Group Filing(Check Applicable Line) (City) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) CHICAGO, IL 60601 5. Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security 2. Transaction Date Any (Month/Day/Year) 3. 4. Securities Acquired (A) or Code Disposed of (D) 5. Amount of Securities Form: Direct Indirect Beneficially (D) or Menething Following (Instr. 4) (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Following (Instr. 4) Indirect (Instr. 4) (A) or Code V Amount (D) Price (A) or Code V Amount (D) Price (Instr. 3) Reported Transaction(s) (Instr. 4) Transaction(s) (Instr. 4)								(Check all applicable)				
222 NORTH LASALLE ST., SUITE 06/09/2006 below) below) below) 2600 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) CHICAGO, IL 60601	(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction						
222 NORTH LASALLE ST., SUTTE 06/09/2006 2600 (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) .X_ Form filed by More than 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 (Month/Day/Year) Execution Date, if Instr. 3) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) (Instr. 4) (Month/Day/Year) Code V Amount (D) Price Common 2 765 D				(Month/Da	ay/Year)						er (specify	
Filed(Month/Day/Year) Applicable Line) -X_ Form filed by One Reporting Person CHICAGO, LL 60601 Table I - Non-Derivative Securities Applicable Line) -X_ Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Colspan="4">Securities Colspan="		I LASALLE S	T., SUITE	06/09/20)06				below)	0010W)		
X_Form filed by One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security 2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of Instr. 3) (Month/Day/Year) (Month/Day/Year) 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of (Instr. 3) (Month/Day/Year) (Month/Day/Year) 3. 4. Securities 5. Amount of 6. Ownership 7. Nature of (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (A) or (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (A) or (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (A) or (Instr. 3, and 4) (Instr. 4) (Instr. 4) (Instr. 4) (Code V Amount <td></td> <td>(Street)</td> <td></td> <td>4. If Amer</td> <td>ndment, Dat</td> <td>te Original</td> <td></td> <td></td> <td>6. Individual or Jo</td> <td>oint/Group Filin</td> <td>ng(Check</td>		(Street)		4. If Amer	ndment, Dat	te Original			6. Individual or Jo	oint/Group Filin	ng(Check	
CHICAGO, IL 60601 — 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. 4. Securities 5. Amount of Code (A) or Code (Code (Co				Filed(Mon	th/Day/Year)				Applicable Line)			
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security 2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities 5. Amount of Code 6. Ownership 7. Nature of Form: Direct (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities 5. Amount of Code 6. Ownership 7. Nature of Form: Direct (Instr. 3) (Month/Day/Year) Execution Date, if any (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 4) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (A) or Code V Amount (D) Price (Instr. 4) (Instr. 4) (Code V Amount (D) Price 7. Sand 4) (Instr. 4)												
1. Title of Security (Instr. 3) 2. Transaction Date (Month/Day/Year) 2A. Deemed Execution Date, if any (Month/Day/Year) 3. 4. Securities TransactionAcquired (A) or Code 5. Amount of Securities 6. Ownership Form: Direct 7. Nature of Indirect 0. Worth/Day/Year) any (Month/Day/Year) 3. 4. Securities 5. Amount of Securities 6. Ownership Form: Direct 7. Nature of Indirect 0. Worth/Day/Year) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (A) or Code Over Amount (D) Price (Instr. 4) (Instr. 4) (A) or Code V Amount (D) Price D	CHICAGO,	IL 60601							•		eporting	
Security (Instr. 3) (Month/Day/Year) Execution Date, if any (Month/Day/Year) any (Month/Day/Year) (Instr. 8) (Instr. 8) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) (A) (A) (A) (Instr. 4) (Instr.	(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecurit	ies Ac	quired, Disposed of	f, or Beneficial	lly Owned	
(Instr. 3)any (Month/Day/Year)Code (Instr. 8)Disposed of (D) (Instr. 3, 4 and 5)Beneficially Owned Following (Instr. 4)(D) or Indirect (I)Beneficial Ownership (Instr. 4)(A) or Code V Amount(A) or (D) Price(Beneficially (Instr. 4)(D) or (Instr. 4)Beneficial Ownership (Instr. 4)Common2 765D	1.Title of								5. Amount of	*	7. Nature of	
(Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) (A) or Code V Amount (D) Price (Instr. 3 and 4) Common 2 765 D	-	(Month/Day/Ye	/	on Date, if		-						
Common Code V Amount (D) Price Following (Instr. 4) (Instr. 4) Reported Transaction(s) (Instr. 3 and 4) 2 765 D	(Instr. 3)			Day/Year)					•	· · /		
Code V Amount Reported Or Transaction(s) (D) Price Common 2 765 D			(Ivioitui)	Day/ I cal)	(11150.0)	(111501. 5,	+ and .))				
Common Code V Amount (D) Price (Instr. 3 and 4)							(A)		Reported			
Code V Amount (D) Price (Instr. 3 and 4) Common 2 765 D												
					Code V	Amount		Price	(Instr. 3 and 4)			
Stock 2,705 D									2 765	D		
	Stock								_,/00	-		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

Edgar Filing: Nemeroff Michael A - Form 4

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 orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and 4	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Options (Right to buy)	\$ 18.53	06/09/2006		A <u>(1)</u>	10,000	06/09/2007 <u>(2)</u>	06/09/2016	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address		Relationships					
	Director	10% Owner	Officer	Other			
Nemeroff Michael A 222 NORTH LASALLE ST CHICAGO, IL 60601	Г., SUITE 2600	Х					
Signatures							
Maryon Gray	06/12/2006						

What your Ordy	00/12/2000
<u>**</u> Signature of	Date
Reporting Person	

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).
- (2) Subject to adoption of the Plan by the Issuer's stockholders.
- Grant of stock options pursuant to the Oil-Dri Corporation of America 2006 Long Term Incentive Plan ("Plan") in a transaction exempt (1) 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. 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.