

**\*\*\* Exercise Your *Right* to Vote \*\*\***  
**Important Notice Regarding the Availability of Proxy Materials for the  
Stockholder Meeting to Be Held on December 11, 2019.**

**OIL-DRI CORPORATION OF AMERICA**



ATTN: INVESTOR RELATIONS  
OIL-DRI CORPORATION OF AMERICA  
410 N. MICHIGAN AVE #400  
CHICAGO, IL 60611-4213

**Meeting Information**

**Meeting Type:** Annual Meeting  
**For holders as of:** October 14, 2019  
**Date:** December 11, 2019 **Time:** 9:30 a.m., local time  
**Location:** The University of Chicago Booth School of Business  
Gleacher Center  
450 Cityfront Plaza Drive  
Chicago, IL 60611

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

**See the reverse side of this notice to obtain proxy materials and voting instructions.**

# — Before You Vote —

## How to Access the Proxy Materials

### **Proxy Materials Available to VIEW or RECEIVE:**

The Company's 2019 Proxy Statement (the "Proxy Statement")      2019 Annual Report on Form 10-K

### **How to View Online:**

Have the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

### **How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- 1) BY INTERNET:      [www.proxyvote.com](http://www.proxyvote.com)
- 2) BY TELEPHONE:    1-800-579-1639
- 3) BY E-MAIL\*:      [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com)

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before November 27, 2019 to facilitate timely delivery.

## — How To Vote —

### Please Choose One of the Following Voting Methods

**Vote In Person:** Many stockholder meetings have attendance requirements including, but not limited to, the possession of an attendance ticket issued by the entity holding the meeting. Please check the meeting materials for any special requirements for meeting attendance. At the meeting, you will need to request a ballot to vote these shares.

**Vote By Internet:** To vote now by Internet, go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow → [XXXX XXXX XXXX XXXX] (located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

## Voting Items

### **A** Election of Directors

The Board of Directors recommends that you vote FOR each of the listed nominees:

1. Nominees:

- |                         |                        |
|-------------------------|------------------------|
| 01) Ellen-Blair Chube   | 06) George C. Roeth    |
| 02) Paul M. Hindsley    | 07) Allan H. Selig     |
| 03) Daniel S. Jaffee    | 08) Paul E. Suckow     |
| 04) Joseph C. Miller    | 09) Lawrence E. Washow |
| 05) Michael A. Nemeroff |                        |

### **B** Issues

The Board of Directors recommends that you vote FOR proposals 2 and 3:

2. Ratification of the appointment of Grant Thornton LLP as the Company's independent auditor for the fiscal year ending July 31, 2020.
3. Approval of the amendment of the Oil-Dri Corporation of America 2006 Long Term Incentive Plan.
4. In their discretion, the Proxies are authorized to vote upon such other business as may properly come before the meeting.

