COFSKY THOMAS F

Form 5/A										
September	12, 2012									
FORM	15								PPROVAL	
Check th	UNITED	STATES		RITIES AN Ashington, I			COMMISSION	N OMB Number:	3235-03	
no longe			VV č	asinington, i	J.C. 203	+7		Expires:	January	
to Section 16. Form 4 or Form ANNUAL STATE				TEMENT OF CHANGES IN BENEFICIAL VNERSHIP OF SECURITIES				burden hou	Expired: 2005 Estimated average burden hours per response 1.0	
1(b). Form 3 F Reported Form 4 Transact Reported	Holdings Section 17	(a) of the H	Public U		ng Comp	any Act o		on		
COFSKY THOMAS F Symbol				DRI CORP OF AMERICA			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month/I				tement for Issuer's Fiscal Year Ended th/Day/Year) 1/2012			Director 10% Owner Officer (give title Other (specify below) below)			
410 N. MI 400	CHIGAN AVE.,Â	SUITE						Vice President		
Filed(Mo				Amendment, Date Original d(Month/Day/Year) 06/2012			6. Individual or Joint/Group Reporting (check applicable line)			
CHICAGO	, IL 60611-42	213					_X_ Form Filed by			
							Form Filed by Person	More than One F	Reporting	
(City)	(State)	(Zip)	Tal	ble I - Non-De	rivative Se	ecurities Aco	quired, Disposed	of, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	3. Transaction Code (Instr. 8)	4. Securit Acquired Disposed (Instr. 3, 4) Amount	(A) or of (D)	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature o Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.				Persons who respond to the collection of infor contained in this form are not required to respo the form displays a currently valid OMB contro			pond unless	SEC 2 (9-	270 -02)	
	Tab			curities Acqui ls, warrants, o			eneficially Owned curities)	I		

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of	8. I
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Derivative	Expiration Date	Underlying Securities	Der

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Security (Instr. 3)	or Exercise Price of Derivative Security		any (Month/Day/Year)	Code (Instr. 8)	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Month/Day/Year)		(Instr. 3 and 4)		Sec (In:
					(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Class B Stock	\$ 0 <u>(1)</u>	03/30/2012	Â	A4 (2)	2,000	Â	(1)(3)	(1)	Common Stock	2,000	
Class B Stock	\$ 0 <u>(1)</u>	02/24/2012	Â	P4 (1)	332	Â	(1)	(1)	Common Stock	332	\$

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
COFSKY THOMAS F 410 N. MICHIGAN AVE. SUITE 400 CHICAGO, IL 60611-4213	Â	Â	Vice President	Â				
Signatures								
/s/ Ryan Lawrence by Power of Attorney		09/12/	2012					
<u>**</u> Signature of Reporting Person		Dat	ie					

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) 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
- (2) Restricted stock granted pursuant to the Oil-Dri Corporation of America 2006 Long Term Incentive Plan in a transaction exempt under rule 16b-3.
- (3) The shares of restricted stock will "cliff" vest in full on March 30, 2014.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.