

Oil-Dri Corporation of America

Whistleblower Response Policy

I. PURPOSE

Oil-Dri is committed to maintaining high standards of integrity, and the Audit Committee of the Board of Directors takes very seriously all complaints and concerns regarding accounting, internal accounting controls and auditing matters, and significant breaches of the Code of Ethics and Business Conduct. Oil-Dri strives to encourage open communication so that such concerns may be raised without fear of retaliation in any manner.

II. SCOPE

The policy is applicable to all issues submitted to the Oil-Dri hotline, including Oil-Dri teammates and business relationships worldwide, including part time, temporary, and contract employees, suppliers, agents, distributors and customers.

III. POLICY

The Audit Committee has established the following procedures for:

- the receipt, retention and treatment of complaints regarding accounting, internal accounting controls, auditing matters and significant Code of Ethics matters; and
- the confidential, anonymous submission by the Company's teammates of concerns regarding accounting, auditing, and significant Code of Ethics matters they believe to be questionable, particularly those involving senior leadership, defined as Vice Presidents and above.

RECEIPT OF COMPLAINTS

Those wishing to submit complaints may do so in a variety of ways including:

- By mail to: Oil-Dri Corporation
410 N. Michigan Ave.
Suite 400
Chicago, IL 60611
Attn: General Counsel
- By email directly to the Chair of the Audit Committee:
auditcommitteechair@oildri.com
- By email to the Legal Department: legal@oildri.com
- Anonymously at www.lighthouse-services.com/oildri
- Anonymously via telephone hotline at the numbers below:

| Country | Telephone Number |
|-------------------------|------------------------------|
| United States & Canada: | (1) 866-230-0009 |
| Mexico | (001) 800-603-2869 |
| Brazil | (55) 800-603-2860 |
| Egypt | (02-2510-0200) 800-603-2869 |
| Indonesia | (001-801-10) 800-603-2869 |
| China | (10-811) 800-603-2869 |
| Switzerland | (0-800-890011) 800-603-2869 |
| UK | (0-800-89-0011) 800-603-2869 |
| Vietnam | (1-201-0288) 800-603-2869 |
| Malaysia | (1-800-80-0011) 800-603-2869 |

1. Complaints may be sent to the attention of the Chair of the Audit Committee in lieu of Compliance or the General Counsel.
2. The methods of submitting complaints shall be published on the Company's external and internal websites in such manner as the General Counsel, in consultation with the Audit Committee, deems appropriate. It shall be emphasized to teammates that each of the methods of submitting complaints listed above may be used anonymously and that such complaints shall be treated confidentially to the fullest extent possible.
3. Except for complaints sent directly to the Chair of the Audit Committee, all complaints will be forwarded to Compliance for coordination of their treatment as set forth below.

TREATMENT OF COMPLAINTS

1. All accounting and auditing complaints received shall be designated as such according to the accompanying Whistleblower Hotline Procedure, and shall include, among other things, information regarding the date the complaint was received, a description of the complaint, the submitter (if provided) and the status and disposition of an investigation of the complaint. Receipt of the complaint will be acknowledged to the sender, within a reasonable period following receipt, if appropriate information for response is supplied.
2. Non-accounting or non-auditing complaints shall be designated as such and will be forwarded to the appropriate person or department for investigation (Human Resources, Compliance, or Finance), unless the General Counsel deems other treatment is necessary (e.g., Significant violation of the Code of Ethics and Business conduct, or involves an executive, defined as Vice Presidents and CEO.)
3. With respect to complaints not initially directed to the Chair of the Audit Committee regarding accounting or auditing matters, the General Counsel will report immediately to the Audit Committee matters it deems significant (e.g., allegations of fraud or allegations of accounting or auditing matters it believes to be questionable involving executive officers). The Audit Committee shall direct and oversee an investigation of such complaints, as well as any complaints initially directed to the Audit Committee, as it determines to be appropriate.

4. All other complaints regarding accounting or auditing matters shall be reviewed under the direction and oversight of the General Counsel, who will involve such other parties (e.g., members of the Finance Department or outside advisors) as deemed appropriate. The General Counsel shall provide the Audit Committee with a quarterly report of all accounting, auditing, or significant ethics breach complaints received and an update of pending investigations. The Audit Committee may assume the direction and oversight of an investigation of any such complaint.
5. Confidentiality will be maintained to the fullest extent possible, consistent with the need to conduct an adequate review.
6. In all cases, prompt and appropriate corrective action shall be taken as determined by the Audit Committee.
7. Reprisal, threats, retribution or retaliation in any way against any person who has in good faith made a complaint or reported a concern, or against any person who assists in any investigation or process with respect to such a complaint or concern, is prohibited.

RETENTION OF COMPLAINTS

The General Counsel shall retain written complaints, the accounting, auditing, and significant ethics breach matters log, and all related documentation as required under applicable law.

IV. DEFINITIONS

1. Breach is defined as non-compliance with an applicable law, regulation, internal policy or procedure.
2. Teammates refers to Oil-Dri's directors, full-time employees, part-time teammates, temporary employees and contractors.
3. Compliance Requirements refers to an applicable law undertaking to legislative authority or provision, section, subsection, order, term, condition and procedure that requires Oil-Dri to do (or prohibits the company from doing) certain things or to act or conduct its affairs in a particular manner.
4. Policies in this policy, includes company guidelines, procedures and practices.
5. Retaliation an action having a negative impact or implication against an individual who has reported a concern.
6. Wrongdoing the act of doing something illegally or dishonestly or that is a breach.