FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(h)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* OTOOLE TIMOTHY S						2. Issuer Name and Ticker or Trading Symbol ROTO-ROOTER INC [RRR]									 Relationship of Reporting (Check all applicable) X Director 				10% C			
(Last) (First) (Middle) 2600 CHEMED CENTER 255 EAST FIFTH STREET					3. Date of Earliest Transaction (Month/Day/Year) 03/17/2004										X Officer (give title below) Other (special below) Executive Vice President							
(Street) CINCINNATI OH 45202 (City) (State) (Zip)					- 4. If	4. If Amendment, Date of 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						
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																						
1. Title of Security (Instr. 3) 2. Transac Date (Month/Date)						r) E	2A. Deemed Execution Date, f any (Month/Day/Year)		Transaction		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4 5)				and Secu		cially I Following	6. Owner Form: I (D) or II (I) (Inst	Direct Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
							v	Amount	(1	A) or D)	Price		Transaction(s) (Instr. 3 and 4)				()					
Capital Stock 03/17/2									F ⁽¹⁾	F ⁽¹⁾		3,849		\$57.	7.02 9		,879 ⁽²⁾	I)			
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																						
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/Da	Date, Transa Code (of Derive Secur Acqu (A) or Dispo of (D) (Instr	of		Exercison Dat Day/Ye		Amo Secu Unde Deriv Secu	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)			vative ırity r. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction((Instr. 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code	de V (A) (D)				Expiration Date	or Numbe of Title Shares		mber										

Explanation of Responses:

- 1. Payment of tax obligation
- $2. \ Includes \ certain \ shares \ is sued \ 2/23/04 \ subject \ to \ restriction. \ As \ of \ 3/5/04, \ restriction \ eliminated.$

Timothy S. O'Toole

03/17/2004

** Signature of Reporting Person

Date

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

- * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.