SEC Form 4

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UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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GRAT

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

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

		01 500		counci		ipany net or ±	040					
1. Name and Address of Reporting Person* O'Rourke James Calvin			r Name and Ticker 	or Trad	ling Sy	ymbol	(Checl	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner				
						X	Director					
	iddle)	3. Date 11/01/2	of Earliest Transac 2021	tion (Mo	onth/D	ay/Year)		Officer (give title below)	Other below	(specify)		
8111 LYNDALE AVENUE SOUTH												
(Street)	4. If Am	4. If Amendment, Date of Original Filed (Month/Day/Year)						6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street) BLOOMINGTON MN 55420							X	Form filed by One Reporting Person				
	0420								Form filed by More than One Reporting Person			
(City) (State) (Zi	p)											
Table	e I - Non-De	erivative Se	ecurities Acqu	iired,	Disp	oosed of, o	or Bene	ficially	Owned			
Date		Transaction te onth/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Disposed Of 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(111511. 4)	
Common Stock	1	1/01/2021		Α		717(1)	A	\$ <mark>0</mark>	717	D		
Common Stock									7,802	Ι	GRAT #1	

Common Stock	

	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)	rivative Conversion Date Execution Date, Transa curity or Exercise (Month/Day/Year) if any Code			saction Derivative		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Transaction(s) (Instr. 4)		
Non- Qualified Stock	\$97.52	11/01/2021		A		2,435 ⁽²⁾		(3)	11/01/2031	Common Stock	2,435	\$0	2,435	D	

Explanation of Responses:

Option

1. Annual common stock award for service as a non-employee director issued under The Toro Company Amended and Restated 2010 Equity and Incentive Plan, as amended and restated (the "Amended and Restated 2010 Plan").

2. Annual option grant for service as a non-employee director issued under the Amended and Restated 2010 Plan.

3. The option vests in three equal annual installments commencing on the first anniversary of the date of grant, which was November 1, 2021.

<u>/s/ Angela D. Snavely,</u> <u>Attorney-in-Fact</u>

11/03/2021

** 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.

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