FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See

Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington,	D.C.	20549	

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Name and Address of Reporting Person* Grams Blake M						2. Issuer Name and Ticker or Trading Symbol TORO CO [TTC]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title Other (specify				
(Last) (First) (Middle) 8111 LYNDALE AVENUE SOUTH						Date of /15/20		t Trans	saction (I	Month	n/Day/Year)		helow)	VP, Sustainability, I		belov)`	
(Street) BLOOM (City)	BLOOMINGTON MN 55420-1196				- 4. I	f Amer	ndment,	Date (of Origina	al File	ed (Month/Da		6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person					
		Tab	le I - No	on-Deriv	vative	Sec	uritie	s Ac	quired	l, Dis	sposed c	of, or Be	neficia	ally Owned	t			
Da		Date	2. Transaction Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr. 8)		4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a 5)			Beneficial Owned Fo	i Iy	Form: y (D) or		7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount	(A) or (D)	Price	Reported Transaction (Instr. 3 and				(Instr. 4)	
Common	nmon Stock			12/15/	12/15/2021				A		1,924(1)	A	\$0	1,9	1,924		D	
Common	Stock			12/15/	/2021				F		878	D	\$98.0	3 1,0	46 D		D	
Common	Stock													200.2	200.299 ⁽²⁾ I		The Toro Company Retirement Plan	
Performa	ormance Share Units												36,502	36,502.36 ⁽³⁾		D		
		T	able II								oosed of converti			ly Owned		,		•
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deer Execution if any (Month/I		4. Transa Code (8)		5. Number of		6. Date Exercis Expiration Dat (Month/Day/Ye		te	7. Title and Amount of Securities Underlying Derivative Secu (Instr. 3 and 4)			9. Numb derivativ Securiti Benefic Owned Followin Reporte Transac (Instr. 4)	ve es Form: ially Direct or Indi ed (I) (Insection(s)	10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership t (Instr. 4)
					Code	v	(A)		Date Exercisa		Expiration Date	Title	Amoun or Numbe of Shares					
Non- Qualified Stock Option	\$99.34	12/16/2021			A		8,200		(4)		12/16/2031	Common Stock	8,200	\$0	8,2	200 D		

Explanation of Responses:

- 1. Represents the payout of a Performance Share Award for the Fiscal 2019 to Fiscal 2021 Performance Period under The Toro Company Amended and Restated 2010 Equity and Incentive Plan, as amended and restated (the "Amended and Restated 2010 Plan"), as approved by the Issuer's Compensation & Human Resources Committee of its Board of Directors on December 14, 2021, and which was conditioned upon and subject to confirmation by the Issuer's Fiscal 2021 financial results that were released on December 15, 2021. Performance Share Awards are paid in shares of common stock under the Amended and Restated 2010 Plan.
- 2. Includes 1.425 net shares acquired by the reporting person since the date of his last report under the dividend reinvestment feature of The Toro Company Retirement Plan less non-discretionary quarterly administrative fees.
- 3. Includes 266.270 performance share units acquired by the reporting person since the date of his last report under the dividend reinvestment feature of The Toro Company Deferred Compensation Plan for
- 4. The option vests in three equal annual installments commencing on the first anniversary of the date of grant.

/s/ Angela D. Snavely, Attorney-in-Fact

** Signature of Reporting Person

12/17/2021

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.

LIMITED POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Amy E. Dahl, Angela D. Snavely and Timothy C. Quist, signing singly, true and lawful attorneys-in-fact relative to the filings identified below in connection with the undersigned's derivative and non-derivative securities of the Toro Company (the ?Company?) to:

- (1) Prepare and execute for and on behalf of the undersigned, in the undersigned?s capacity as an officer of the Company, Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules and regulations thereunder (the ?Exchange Act?);
- (2) Prepare and execute for and on behalf of the undersigned, in the undersigned?s capacity as an officer of the Company, any Form 144 in accordance with Rule 144 under the Securities Act of 1933, as amended, and the rules and regulations thereunder (the ?Securities Act?);
- (3) Do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Forms 3, 4, 5 and 144 and the timely filing of such forms with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (4) Take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Limited Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact?s discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform all and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as such attorney-in-fact might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that each such attorney-in-fact, or any substitute or substitutes, shall lawfully do or cause to be done by virtue of this Limited Power of Attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with the Securities Act and Exchange Act, including Section 16 of the Exchange Act and Rule 144 under the Securities Act.

IN WITNESS WHEREOF, the undersigned has caused this Limited Power of Attorney to be executed effective as of the date indicated below, and said Power of Attorney shall remain in effect until revoked by the undersigned in writing, or at such time as the undersigned is no longer an officer of the Company, whichever first occurs.

Signed: /s/ Blake M. Grams
Blake M. Grams

Dated: 11/18/2021