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
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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL											
OMB Number:	3235-0287										
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*  JANEY GREGORY S						2. Issuer Name and Ticker or Trading Symbol TORO CO [ TTC ]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director  Officer (give title  Other (specify				
(Last) (First) (Middle) 8111 LYNDALE AVENUE SOUTH						oate of 01/20		t Trans	saction (N	/lonth/	/Day/Year)		X Officer (give title Other (specify below)  Group VP, Contractor & Res					
(Street) BLOOMINGTON MN 55420					- 4. li	f Amer	ndment,	Date o	of Origina	l Filed	d (Month/D	Lin	6. Individual or Joint/Group Filing (Check Applicable Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City)	(8)		(Zip) 	n-Deriv	/ative	Sec	uritie	s Ac	auired	. Dis	sposed o	of. or Be	neficia	Ily Owned				
1. Title of Security (Instr. 3)			2. Transa Date	2. Transaction		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Transaction Code (Instr.		4. Securities Acquired (A) Disposed Of (D) (Instr. 3, 4		d (A) or	r 5. Amount of Securities Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership	
								Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common	Common Stock													2,706.692(1)		]	D	
Common Stock													2,098.	2,098.705(2)		I	The Toro Company Retirement Plan	
Performance Share Units												1,425.106(3)		D				
		Т	able II -								osed of converti			y Owned				
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	n Date,	4. Date, Transacti Code (Ins		5. Number of		6. Date E Expiratio (Month/D	n Date	7. Title and Amount of		f g g Security nd 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownersh Form: Direct (D or Indirec (I) (Instr.	Beneficial Ownership (Instr. 4)
					Code	v	(A)	(D)	Date Exercisal		Expiration Date	Title	Amount or Number of Shares	er				
Restricted Stock Units	(4)	11/01/2022			A		2,200		(5)		(5)	Common Stock	2,200	\$0	2,2	00	D	

## **Explanation of Responses:**

- 1. Includes 2.690 shares acquired by the reporting person since the date of his last report under a dividend reinvestment feature of the account in which the shares are held.
- 2. Includes 14.444 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 quarterly non-discretionary
- 3. Includes 9.888 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 Officers.
- 4. Each restricted stock unit represents a contingent right to receive one share of TTC common stock.
- 5. The restricted stock units vest and become non-forfeitable in three equal annual installments commencing on the first anniversary of the November 1, 2022 grant date.

/s/ Amy E. Dahl, Attorney-in-11/03/2022 **Fact** 

\*\* 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.