FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | DC | 20549 |
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| vvasi ii iytori, | D.C. | 20349 |

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

| OMB APPROVAL | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | |
| Estimated average burden | | | | | | | |
| hours per response: | 0.5 | | | | | | |

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

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* Olson Richard M | | | | | | 2. Issuer Name and Ticker or Trading Symbol TORO CO [TTC] | | | | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|---|--|--|---|--|------------------------------|--|-----|---|--|--|--------------------|---|--|---|---|--|--|--|---|--|--|
| <u> </u> | trendre d'i | <u>-</u> | | | _ | | | | | | | | | > | | | 10% Owne | | · · · | | |
| (Last) 8111 LY | ` | irst) /ENUE SOUTH | (Middle) | | | Date 0 / <mark>09</mark> /2 | | iest Trans | saction (Month/Day/Year) | | | | | | X Officer (give title below) Other (specification) Chairman & CEO | | | | | | |
| | | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable | | | | | | | |
| (Street) | | | | | " | | | | | | | | | | Line) | | | | | | |
| BLOOMINGTON MN 55420 | | | | | | | | | | | | | X Form filed by One Reporting Person | | | | | | | | |
| (City) | (S | tate) | (Zip) | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | | |
| | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | |
| Date | | | | ansaction th/Day/Year) | | | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an | | | nd 5) | 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 | Stock | | | 06/09/ | /2020 | | | | M | | 13,200 | A | \$15. | .88 | 21,106 | 5.461 | | D | | | |
| Common | Stock | | | 06/09/ | /2020 | T | | | S | | 6,057(1) | D | \$72.4 | 438 | 8 15,049.461 D | | D | | | | |
| Common | Stock | | | | | | | | | | | | 16,36 | | | 5,365.858 ⁽²⁾ | | ı | The Toro Company Retirement Plan | | |
| Performance Share Units | | | | | | | | | | | | | | | 82,320.306 ⁽³⁾ | | D | | | | |
| | 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. Deer Execution if any (Month/E | n Date, | 4. Transa Code (8) | | | | 6. Date Exerc Expiration Da (Month/Day/Y | | ate | 7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4) | | Derivative Security (Instr. 5) | | 9. Numb derivativ Securiti Benefic Owned Followin Reporte Transac (Instr. 4) | ve ies ially ng ed ction(s) | 10. Ownersh Form: Direct (D or Indire (I) (Instr. | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | (D) | Date Exercis | able | Expiration Date | Title | or Numl of Share | ber | | | | | | | |
| Non- Qualified Stock Option | \$15.88 | 06/09/2020 | | | M | | | 13,200 | (4) | | 12/08/2020 | Common Stock | 13,2 | 200 | \$0 | 0 | | D | | | |

Explanation of Responses:

- 1. Shares were sold to cover the exercise price and tax withholding of the exercised options.
- 2. Includes 111.549 shares acquired by the reporting person since the date of his last report under the dividend reinvestment feature of the The Toro Company Retirement Plan less quarterly non-discretionary administrative fees.
- 3. Includes 566.521 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. The option vested in three equal annual installments commencing on the first anniversary of the date of grant, which was December 8, 2010.

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

06/11/2020

** 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.