FORM 4

## **UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

wasinington,	D.C. 20049	

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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).

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

								,			ompany 7 tot								
1. Name and Address of Reporting Person*  MOELLER PETER D						2. Issuer Name <b>and</b> Ticker or Trading Symbol TORO CO [ TTC ]								5. Relationship of Report (Check all applicable) Director			10% Own		
(Last) (First) (Middle) 8111 LYNDALE AVENUE SOUTH						3. Date of Earliest Transaction (Month/Day/Year) 03/31/2023								X Officer (give title below) Other (spec below)  Group VP, Undg & Spec Construc				v)	
and Lindale Avenue 300111						4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable					
(Street) BLOOMINGTON MN 55420														Line)  X Form filed by One Reporting Person  Form filed by More than One Reporting Person					
(City) (State) (Zip)				R	Rule 10b5-1(c) Transaction Indication														
		Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.																	
		Tab	le I - N	on-Deri	vative	e Sec	urit	ies Ac	quirec	l, Di	sposed o	of, or Be	neficial	ly Owne	d				
		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)		I (A) or . 3, 4 and	Beneficially Owned Following		6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership				
										v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)			(Instr. 4)		
Common Stock 03/3				03/31	/2023				G	V	100	D	\$0	4,104	4,104.345		D		
Common Stock			03/31/2023					M		2,000	A	\$56.54	6,104	4.345		D			
Common Stock			03/31	03/31/2023						2,000	D	\$110.38	4,104	4,104.345		D			
Common Stock											3,983.525		I		The Toro Company Retirement Plan				
Performance Share Units						$\top$								72	20		D		
		7	able II								posed of			Owned			<u>'</u>		
Derivative Conversion Date		3. Transaction Date (Month/Day/Year)	on 3A. Deemed Execution D		ed 4. Transa Code (I		5. N of Deri Sec Acq (A) o Disp of (I	lumber ivative curities quired or posed D)	6. Date Exercis Expiration Date (Month/Day/Ye		sable and	7. Title and Amount of Securities Underlying Derivative Securit (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numb derivativ Securitic Benefici Owned Followir Reporte Transac (Instr. 4)	ve es ially ng d tion(s)	10. Ownersl Form: Direct (E or Indire (I) (Instr.	Beneficial Ownership t (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisa	able	Expiration Date	Title	Amount or Number of Shares						
Non- Qualified Stock Option	\$56.54	03/31/2023			М			2,000	(1)		12/09/2026	Common Stock	2,000	\$0	0		D		

## **Explanation of Responses:**

1. The option vested in full on the third anniversary of the December 9, 2016 grant date.

/s/ Amy E. Dahl, Attorney-in-

**Fact** 

\*\* Signature of Reporting Person

Date

04/04/2023

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

- $^{\star}$  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.