

Larson Thomas J  
Form 4  
September 16, 2009

# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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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).

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Larson Thomas J

2. Issuer Name and Ticker or Trading Symbol  
TORO CO [TTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

8111 LYNDALE AVENUE SOUTH

09/15/2009

VP, Treasurer

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

BLOOMINGTON, MN 55420-1196

(City) (State) (Zip)

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (A) or (D)   | Price                             |
| Common Stock                    | 09/15/2009                           |  | M                              |   | 2,470   | A  | \$ 37.02                          |
| Common Stock                    | 09/15/2009                           |  | S                              |   | 1,170   | D  | \$ 39.89                          |
| Common Stock                    | 09/15/2009                           |  | S                              |   | 700   | D  | \$ 39.9                           |
| Common Stock                    | 09/15/2009                           |  | S                              |   | 500   | D  | \$ 39.92                          |
| Common Stock                    | 09/15/2009                           |  | S                              |   | 100   | D  | \$ 39.93                          |
|                                 |                                      |  |                                |   |   |  | 398.165 <sup>(1)</sup>            |



## Edgar Filing: Larson Thomas J - Form 4

Includes the following shares of common stock acquired by the reporting person under The Toro Company Dividend Reinvestment Plan since the date of his last report: 1.081 shares acquired on January 12, 2009, 1.487 shares acquired on April 13, 2009 and 1.309 shares acquired on July 10, 2009.

(2) Includes the following shares of common stock acquired by the reporting person under the dividend reinvestment feature of The Toro Company Investment, Savings & ESOP (IS&ESOP) since the date of his last report: 5.262 shares acquired on January 12, 2009, 8.201 shares acquired on April 13, 2009 and 7.21 shares acquired on July 10, 2009. Also includes 163.857 shares of common stock acquired by the reporting person through issuer matching contributions to the IS&ESOP since the date of his last report.

(3) The option vests in full on the second anniversary of the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.