

Larson Thomas J
 Form 4
 September 16, 2009

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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)
 8111 LYNDALE AVENUE SOUTH
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/15/2009

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP, Treasurer

BLOOMINGTON, MN 55420-1196
 (City) (State) (Zip)

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

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 ⁽¹⁾

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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.

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