BURKART PHILIP A

Form 4

March 18, 2010

FORM 4

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

OMB Number: 3235-0287

OMB APPROVAL

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

0.5

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Ad BURKART	ldress of Reportin PHILIP A	ng Person *	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	(Check an applicable)				
			(Month/Day/Year)	Director 10% Owner				
8111 LYNDALE AVENUE SOUTH			03/16/2010	_X_ Officer (give title Other (specify below)				
				VP, Irrigation Businesses				
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check				
			Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
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Person

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(City)	(State)	(Zip) Tak	ole I - Non-	-Derivativ	e Secı	ırities Acq	uired, Disposed o	of, or Benefic	ially 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. Securi on(A) or D (Instr. 3,	ispose	d of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	03/16/2010		M	2,942	A	\$ 8.4063	44,115	D	
Common Stock	03/16/2010		S	2,942	D	\$ 48.471 (1)	41,173	D	
Common Stock							21,962.14 (2)	I	The Toro Company Investment, Savings &

ESOP

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4. 5. Number		6. Date Exercis	sable and	7. Title and Amount of			
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	Transaction of Derivative		Expiration Dat	e	Underlying Securities		
Security	or Exercise		any	Code	Securitie	ies	(Month/Day/Y	ear)	(Instr. 3 and 4)		
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquire	ed					
	Derivative				(A) or						
	Security				Dispose	ed of					
					(D)						
					(Instr. 3	3, 4,					
					and 5)						
							Date	Expiration		Amount or	
							Exercisable	Date	Title	Number of	
				Code V	(A) ((D)				Shares	
Incentive									Common		
Stock Option	\$ 8.4063	03/16/2010		M	2,	,942	12/05/2000	12/05/2010	Stock	2,942	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

BURKART PHILIP A 8111 LYNDALE AVENUE SOUTH BLOOMINGTON, MN 55420-1196

VP, Irrigation Businesses

Signatures

/s/ Amy E. Dahl, Attorney-in-Fact 03/18/2010

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$48.46 to \$48.57, inclusive. The reporting person undertakes to provide to The Toro Company, any security holder of The Toro Company, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (2) Includes 90.028 shares of common stock acquired by the reporting person under the dividend reinvestment feature of The Toro Company Investment, Savings & ESOP since the date of his last report.

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

Reporting Owners 2

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