

1. Name and Address of Reporting Person  
James, Randy B.  
8111 Lyndale Avenue South  
Bloomington, MN 55420-1196  
USA
2. Issuer Name and Ticker or Trading Symbol  
The Toro Company (TTC)
3. IRS or Social Security Number of Reporting Person (Voluntary)
4. Statement for Month/Day/Year  
12/06/2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)  
( ) Director ( ) 10% Owner  
(X) Officer (give title below) ( ) Other (specify below)  
Vice President & Controller
7. Individual or Joint/Group Filing (Check Applicable Line)  
(X) 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	2. Trans- action Date (Month/ Day/ Year)	2A.Execu- tion Date (Month/ Day/ Year)	3. Trans- action Code Code V	4. Securities Acquired (A) or Disposed of (D) Amount A/D	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Owner- ship Form: Direct (D) or Indirect (I)	7. Nature of In- direct Bene- ficial Owner- ship
Common Stock					2332	D	
Common Stock					0	I	HELD BY MATCHING STOCK TRUSTEE
Common Stock					2441.71	I	HELD BY ESOP TRUSTEE
Common Stock					0	I	CUST.ACCT.FOR SON, MICHAEL
Common Stock					2985.415	I	401(k) PLAN
Common Stock					5822	I	By trust for spouse
Common Stock					2000	I	By trust for reporting person
Common Stock Units					2915.193	D	
Matching Units					1457.55	D	
Performance Share Units	12/04/2002		A	2093	A \$0.0000	8987.422	D

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.	2.	3.	3A.	4.	5.	6.	7.	8.	9.	10.	11.	
Title of Derivative Security	Conver- sion or Exercise Price of	Trans- action Date (Month/ Day/ Year)	Execu- tion Date (Month/ Day/ Year)	Transac- tion Code Code V	Number of Derivative Securities Acquired(A) Disposed(D)	Date Exer- cisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities Amount or Number of Shares	Price of Derivative Security	Number of Deriv- atively Owned	Owner- ship Form of Deriv- ative Secur- ities Benefi- cially Owned	Owner- ship Form of Deriv- ative Secur- ities Direct (D) or In- direct (I)	Nature of In- direct Owner- ship
Stock Option	\$64.55	12/04/2002		A	3000	12/04/2002 12/04/2012	Common Stock	3000	\$64.5500	3000	D	

Explanation of Responses:

SIGNATURE OF REPORTING PERSON  
/s/ N. Jeanne Ryan, Attorney-In-Fact

DATE  
12/05/2002