TORO CO Form 4

Common

Stock

November 30, 2007 **OMB APPROVAL** UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (Print or Type Responses) 1. Name and Address of Reporting Person \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading HOFFMAN MICHAEL J Issuer Symbol TORO CO [TTC] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) \_X\_\_ Director 10% Owner X\_ Officer (give title Other (specify 8111 LYNDALE AVENUE SOUTH 11/28/2007 below) Chmn., Pres & CEO (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 BLOOMINGTON, MN 55420-1196 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Indirect (Instr. 3) Code Disposed of (D) Beneficially Form: Beneficial (Instr. 3, 4 and 5) Owned Direct (D) Ownership (Month/Day/Year) (Instr. 8) Following or Indirect (Instr. 4) Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 132,023.978 D Stock (1) Performance 45,152.9888 D (2) **Share Units** Common  $625 \frac{(3)}{2}$ I by daughter Stock

The Toro Company

Investment,

Savings & ESOP

29,666.5572

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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 of	<ol><li>Date Exercisab</li></ol>	le and	7. Title and A	Amount o
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orDerivative	Expiration Date		<b>Underlying Securities</b>	
	Security	or Exercise		any	Code	Securities	(Month/Day/Year	:)	(Instr. 3 and	4)
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired (A)				
		Derivative				or Disposed of				
		Security				(D)				
						(Instr. 3, 4,				
						and 5)				
										Amount
							Date Exercisable	Expiration Date	Title	or
										Number
					Code V	(A) (D)				of Share
	Stock	\$ 54.93	11/28/2007		^	62 900	11/28/2008 <sup>(5)</sup>	11/20/2017	Common	62,800
O	Option	\$ 54.95	11/26/2007		Α	62,800	11/20/2008(8)	11/26/2017	Stock	02,800

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOFFMAN MICHAEL J

8111 LYNDALE AVENUE SOUTH X Chmn., Pres & CEO

BLOOMINGTON, MN 55420-1196

# **Signatures**

Stacy L. Bogart, Atty-In-Fact

\*\*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).
- (2) Includes 95.1149 Performance Share Units acquired by the reporting person on October 17, 2007 under the dividend reinvestment feature of The Toro Company Deferred Compensation Plan for Officers.
- Includes 57.4229 Shares of Common Stock acquired by the reporting person on July 12, 2007 and 62.6236 Shares of Common Stock acquired by the reporting person on October 17, 2007 under the dividend reinvestment feature of The Toro Company Investment, Savings & ESOP Plan.
- (5) The option vests in three equal annual installments commencing on the first anniversary of the date of grant.
- The reporting person disclaims beneficial ownership of the shares held by him indirectly for his daughter and this report should not be deemed an admission that the reporting person is the beneficial owner of his daughter's shares for purpose of Section 16 or for any other purposes.

Reporting Owners 2

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(1) Includes 278.092 Shares of Common Stock acquired by the reporting person on October 17, 2007 under The Toro Company Dividend Reinvestment Plan.

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.