Edgar Filing: TORO CO - Form 4

TODOCO

Form 4											
November 03											
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549										PROVAL 3235-0287	
Check this if no long subject to Section 16 Form 4 or	er STATEM	ENT OF CI	HANG	0 /	BENEFI		LOW	NERSHIP OF	ERSHIP OF Estimated average burden hours per response		
Form 5 obligation may conti <i>See</i> Instru 1(b). (Print or Type R	s Section 17(a ction		lic Uti	lity Hold	ing Com	ipany	Act o	ge Act of 1934, of 1935 or Sectio 40		0.5	
1. Name and Address of Reporting Person * 2. Issue NASSAU ROBERT H Symbol				Name and CO [TTC]		Tradir	ıg	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (M	iddle) 3. D	3. Date of Earliest Transaction					k all applicable	<i>;</i>)		
8111 LYNDALE AVENUE SOUTH (Month/D 11/01/20				-				_X_ Director10% Owner Officer (give titleOther (specify below) below)			
				endment, Date Original nth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BLOOMING	GTON, MN 55420)-1196							fore than One Re		
(City)	(State) (2	Zip)	Table	I - Non-Do	erivative S	Securi	ities Ac	quired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Da any (Month/Day/Y	Date, if TransactionAcquired (A) or Code Disposed of (D)))	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	11/01/2005			А	527	A	\$0	5,581 <u>(1)</u>	D		
Common Stock Units								14,205.1029	D		

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

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

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

 (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number onof Derivati Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ive I (6. Date Exerc Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. H Dei Sec (In:
				Code V	(A) (Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option	\$ 37.39	11/01/2005		А	3,546		(2)	11/01/2005	Common Stock	3,546	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
NASSAU ROBERT H 8111 LYNDALE AVENUE SOUTH BLOOMINGTON, MN 55420-1196	Х					
Signatures						
N. Jeanne Ryan, Atty-In-Fact	/03/2005					
**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) The option becomes exercisable in three equal installments on November 1, 2006, 2007 and 2008
- (1) On April 12, 2005, the common stock and common stock units of The Toro Company split 2-for-1, and the reporting persons holdings and previously reported stock options reflect the adjustments made as a result of the2-for-1 stock split.

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.