

TORO CO
Form 3
July 23, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| * Å Svendsen Kurt D | | (Month/Day/Year) 07/16/2013 | TORO CO [TTC] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 8111 LYNDAL AVE SOUTH | | | (Check all applicable) | |
| (Street) | | | <input type="checkbox"/> Director | <input type="checkbox"/> 10% Owner |
| BLOOMINGTON, Å MN Å 55420 | | | <input checked="" type="checkbox"/> Officer | <input type="checkbox"/> Other |
| (City) | (State) | (Zip) | (give title below) | (specify below) |
| | | | VP, Information Services | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| | | | | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | | <input type="checkbox"/> Form filed by More than One Reporting Person |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 3,004.609 ⁽¹⁾ | D | Å |
| Common Stock | 4,599.317 | I | The Toro Company Investment, Savings & ESOP |

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

SEC 1473 (7-02)

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership |
|--|--|--|---------------------------|----------------------|--|
|--|--|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | (Instr. 5) |
|----------------------------|---------------------------|-------------------|---------------------|----------------------------|------------------------------|--|------------|
| Non-Qualified Stock Option | 12/03/2009 ⁽²⁾ | 12/03/2018 | Common Stock | 3,150 | \$ 14.31 | D | Â |
| Non-Qualified Stock Option | 12/01/2010 ⁽³⁾ | 12/01/2019 | Common Stock | 3,090 | \$ 20.37 | D | Â |
| Non-Qualified Stock Option | 12/08/2011 ⁽⁴⁾ | 12/08/2020 | Common Stock | 1,670 | \$ 31.76 | D | Â |
| Non-Qualified Stock Option | 12/07/2012 ⁽⁵⁾ | 12/07/2021 | Common Stock | 2,200 | \$ 28.23 | D | Â |
| Non-Qualified Stock Option | 12/08/2013 ⁽⁶⁾ | 12/08/2020 | Common Stock | 1,670 | \$ 31.76 | D | Â |
| Non-Qualified Stock Option | 12/11/2013 ⁽⁷⁾ | 12/11/2022 | Common Stock | 1,500 | \$ 42.06 | D | Â |
| Non-Qualified Stock Option | 12/07/2014 ⁽⁸⁾ | 12/07/2021 | Common Stock | 2,200 | \$ 28.23 | D | Â |
| Non-Qualified Stock Option | 12/11/2015 ⁽⁹⁾ | 12/11/2022 | Common Stock | 1,500 | \$ 42.06 | D | Â |
| Restricted Stock Unit | Â ⁽¹⁰⁾ | Â ⁽¹⁰⁾ | Common Stock | 151.139 | \$ ⁽¹¹⁾ | D | Â |
| Restricted Stock Unit | Â ⁽¹²⁾ | Â ⁽¹²⁾ | Common Stock | 151.139 | \$ ⁽¹¹⁾ | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Svendsen Kurt D 8111 LYNDAL AVENUE SOUTH BLOOMINGTON, MN 55420 | Â | Â | Â VP, Information Services | Â |

Signatures

/s/ Nancy A. McGrath,
Attorney-in-Fact

07/23/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Includes 628,367 shares of restricted stock, 217.38 shares of which vest in equal installments on each of the first, second and third anniversaries of the date of grant, and 410,987 shares of which vest in full on the third anniversary of the date of grant.

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- (2) The option vested in three equal annual installments commencing on the first anniversary of the date of grant, which was December 3, 2008.
- (3) The option vested in three equal annual installments commencing on the first anniversary of the date of grant, which was December 1, 2009.
- (4) The option vests in three equal annual installments commencing on the first anniversary of the date of grant, which was December 8, 2010.
- (5) The option vests in three equal annual installments commencing on the first anniversary of the date of grant, which was December 7, 2011.
- (6) The option vests in full on the third anniversary of the date of grant, which was December 8, 2010.
- (7) The option vests in three equal annual installments commencing on the first anniversary of the date of grant, which was December 11, 2012.
- (8) The option vests in full on the third anniversary of the date of grant, which was December 7, 2011.
- (9) The option vests in full on the third anniversary of the date of grant, which was December 11, 2012.
- (10) The restricted stock units vest and become non-forfeitable in three equal annual installments commencing on December 11, 2013, which is the first anniversary of the date of grant.
- (11) Each restricted stock unit represents a contingent right to receive one share of Toro common stock.
- (12) The restricted stock units vest and become non-forfeitable in full on December 11, 2015, which is the third 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. 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.