#### Edgar Filing: TORO CO - Form 4

TORO CO											
Form 4 December 07	7 2007										
December 07, 2007 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN 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 Secti							PN OMB Number: Expires: Estimate burden h response	Simple3235-0287Number:January 31Expires:2005Estimated averageburden hours perresponse0.5			
may cont <i>See</i> Instru 1(b).		30(h) of	f the In	vestment	Compan	y Ac	t of 1	940			
(Print or Type F	Responses)										
1. Name and A Stinson Mar	S	2. Issuer Name <b>and</b> Ticker or Trading Symbol TORO CO [TTC]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(			<ul><li>3. Date of Earliest Transaction</li><li>(Month/Day/Year)</li><li>12/06/2007</li></ul>					Director       10% Owner         Officer (give title       _X Other (specify below)         General Manager, Exmark			
				mendment, Date Original Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
BLOOMIN	GTON, MN 5542	0-1196						Form filed by Person	y More than One	e Reporting	
(City)	(State)	(Zip)	Table	e I - Non-D	<b>Derivative</b>	Secur	ities A	cquired, Disposed	of, or Benefi	cially Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deen (Month/Day/Year) Executior any (Month/D		Date, if	Code (Instr. 8)	4. Securities tionAcquired (A) or Disposed of (D) ) (Instr. 3, 4 and 5) (A) or V Amount (D) Price			5. Amount of Securities6. OwnershipBeneficiallyForm: Direct OwnedOwned(D) or Indirect (I)Reported(Instr. 4)Transaction(s) (Instr. 3 and 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	12/06/2007			А	2,534 (1)	А	\$0	9,087.7986	D		
Common Stock					_			696.4535	I	The Toro Company Investment, Savings & ESOP	

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

Persons who respond to the collection of<br/>information contained in this form are not<br/>required to respond unless the formSEC 1474<br/>(9-02)

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# 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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactic Code (Instr. 8)	5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	S		7. Title and Amount of Underlying Securities (Instr. 3 and 4	<ul><li>8. Price of Derivative Security (Instr. 5)</li><li>4)</li></ul>	9. Nu Deriv Secur Bene Owno Follo Repo Trans (Instr
_			Code V	(A) (D)	Date Exercisable	Expiration Date	Amou or Title Numb of Shares	er	

## **Reporting Owners**

Reporting Owner Name / Address			Relationships		
	Director	10% Owner	Officer	Other	
tinson Mark B					

Stinson Mark B 8111 LYNDALE AVENUE SOUTH BLOOMINGTON, MN 55420-1196

Signatures

Stacy L. Bogart, Atty-In-Fact 12/07/2007

\*\*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).

Represents payout of Performance Share Awards for the Fiscal 2005 to Fiscal 2007 Performance Period under The Toro Company Performance Share Plan (the "PSP"), as approved by the registrant's Compensation & Human Resources Committee of its Board

(1) reformance share ran (the 131), as approved by the registrant's Compensation & Futurian Resources committee of its Board of Directors subject to confirmation by the registrant's Fiscal 2007 financial results released on December 6, 2007. Performance Share Awards are paid in Shares of Common Stock under the PSP.

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.

General Manager, Exmark