

Stinson Mark B  
Form 3  
December 13, 2004

**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 <b>and</b> Ticker or Trading Symbol
Â Stinson Mark B			(Month/Day/Year)	TORO CO [TTC]
(Last)	(First)	(Middle)	12/02/2004	4. Relationship of Reporting Person(s) to Issuer
8111 LYNDALE AVENUE SOUTH				5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				
BLOOMINGTON,Â MNÂ 55420-1196				6. Individual or Joint/Group Filing(Check Applicable Line)
(City)	(State)	(Zip)		<input type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

(Check all applicable)  
 Director  10% Owner  
 Officer  Other  
(give title below)(specify below)  
For purposes of Section 16

**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	4,575	D	Â
Common Stock	10,039.41	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)

**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 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 (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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## Edgar Filing: Stinson Mark B - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	12/04/2002	12/04/2007	Common Stock	4,600	\$ 32.275	D	Â
Stock Option	12/04/2003	12/04/2013	Common Stock	3,500 <sup>(1)</sup>	\$ 48.32	D	Â
Stock Option	12/02/2005	12/02/2014	Common Stock	3,100 <sup>(2)</sup>	\$ 74.04	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Stinson Mark B 8111 LYNDAL AVENUE SOUTH BLOOMINGTON, MN 55420-1196	Â	Â	Â	For purposes of Section 16 Â

## Signatures

N. Jeanne Ryan                      12/13/2004  
\*\*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) This option vests in three equal annual installments which began December 4, 2004.
- (2) The option vests in three equal annual installments beginning on December 2, 2005.

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.