

HIMAN DENNIS P
Form 5
December 14, 2005

FORM 5

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

OMB APPROVAL

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Form 3 Holdings Reported Form 4 Transactions Reported

ANNUAL 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 Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *
HIMAN DENNIS P

(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol
TORO CO [TTC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

8111 LYNDALE AVENUE SOUTH

(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
10/31/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
Vice President & General Manag

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Reporting (check applicable line)

BLOOMINGTON, MN 55420-1196

Form Filed by One Reporting Person
 Form Filed by More than One Reporting Person

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	(A) or (D)	Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
Common Stock Units	Â	Â	Â	Â	Â	Â	14,503.6965	D	Â
Matching Units	Â	Â	Â	Â	Â	Â	7,251.8402	D	Â
Performance Share Units	Â	Â	Â	Â	Â	Â	83,353.9955	D	Â
Common Stock	04/08/2005	Â	G	90	D	\$ 0	15,572	I	By Trust for reporting person

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- (1) Exempt gift of 352 shares (as adjusted for two 2 for 1 stock splits effective March 28, 2005 and April 1, 2003) to a charitable organization on December 2000.

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