

TORO CO
Form 3
December 04, 2006

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 Happe Michael J | | | (Month/Day/Year) | TORO CO [TTC] |
| (Last) | (First) | (Middle) | 11/30/2006 | 4. Relationship of Reporting Person(s) to Issuer |
| 8111 LYNDALE AVENUE SOUTH | | | | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | | |
| BLOOMINGTON, Å MN Å 55420-1196 | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | | ___ Director ___ 10% Owner |
| | | | | ___ Officer ___ X ___ Other (give title below)(specify below) |
| | | | | Manages comm div |

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 | 2,450.4326 | 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 Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|--------------|------------|------------|-----------------|--------|----------|----------------------------------|---|
| Stock Option | 12/04/2003 | 12/04/2008 | Common Stock | 775 | \$ 24.16 | D | Â |
| Stock Option | 12/02/2006 | 12/02/2009 | Common Stock | 2,000 | \$ 37.02 | D | Â |
| Stock Option | 11/30/2007 | 11/30/2010 | Common Stock | 1,865 | \$ 40.19 | D | Â |
| Stock Option | 11/30/2008 | 11/30/2011 | Common Stock | 2,580 | \$ 44.9 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|------------------|
| | Director | 10% Owner | Officer | Other |
| Happe Michael J 8111 LYNDAL AVENUE SOUTH BLOOMINGTON, MN 55420-1196 | Â | Â | Â | Manages comm div |

Signatures

N. Jeanne Ryan 12/04/2006
 __Signature of Date
 Reporting Person

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).

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.