

Report of Organizational Actions Affecting Basis of Securities

▶ See separate instructions.

Part I Reporting Issuer

1 Issuer's name		2 Issuer's employer identification number (EIN)	
THE TORO COMPANY		41-0580470	
3 Name of contact for additional information	4 Telephone No. of contact	5 Email address of contact	
Tom Larson	952-888-8801	Tom.Larson@toro.com	
6 Number and street (or P.O. box if mail is not delivered to street address) of contact		7 City, town, or post office, state, and Zip code of contact	
8111 LYNDALE AVENUE SOUTH		MINNEAPOLIS, MN 55420	
8 Date of action		9 Classification and description	
June 15, 2012		Two for One Stock Split of Toro Company Common Stock	
10 CUSIP number	11 Serial number(s)	12 Ticker symbol	13 Account number(s)
891092108		TTC	

Part II Organizational Action Attach additional statements if needed. See back of form for additional questions.

14 Describe the organizational action and, if applicable, the date of the action or the date against which shareholders' ownership is measured for the action ▶ On May 24, 2012, the Company's Board of Directors declared a two-for-one stock split of the Company's common stock. The stock split is structured as a 100 percent stock dividend. Each shareholder will receive one additional share of Toro common stock for each share held on June 15, 2012, the record date. The distribution date for the new shares will be June 29, 2012.

15 Describe the quantitative effect of the organizational action on the basis of the security in the hands of a U.S. taxpayer as an adjustment per share or as a percentage of old basis ▶ The basis for each share following the stock distribution on June 29, 2012 will equal 50 percent of the pre-distribution basis of that share. The number of shares held by each shareholder will double. Thus the stock split will not change the total basis of each shareholder's investment in the stock, nor will it change the interest that each shareholder maintains in the company.

16 Describe the calculation of the change in basis and the data that supports the calculation, such as the market values of securities and the valuation dates ▶ Each shareholder's existing tax basis in their shares of common stock will need to be spread over twice the number of shares as a result of the two-for-one stock split occurring on June 29, 2012.

