

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL                                 |           |
|--|-----------|
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|  |   |   |
|--|---|---|
| 1. Name and Address of Reporting Person*<br><u>Ramstad Peter M</u><br><br>(Last) (First) (Middle)<br>8111 LYNDALE AVENUE SOUTH<br><br>(Street)<br>BLOOMINGTON MN 55447<br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>TORO CO [ TTC ]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><u>VP, HR and Bus. Development</u> |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br><u>11/28/2007</u> |   |
|  |   | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person   |

**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) |            |       | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|-------|---|--|---|
|                                 |                                      |  | Code                           | V | Amount  | (A) or (D) | Price |   |  |   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 2,320.462 <sup>(1)</sup>  | D  |   |
| Common Stock                    |                                      |  |                                |   |   |            |       | 1.0063 <sup>(2)</sup>   | I  | The Toro Company Investment, Savings & ESOP           |

**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) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) |   | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) |     | 6. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Stock Option                               | \$54.93  | 11/28/2007                           |  | A                              |   | 9,000  |     | 11/28/2008 <sup>(3)</sup>                                | 11/28/2017      | Common Stock  | 9,000                                      | \$0  | 9,000   | D  |       |

**Explanation of Responses:**

- Includes the following Shares of Common Stock acquired by the reporting person under The Toro Company Dividend Reinvestment Plan: 5,645 Shares of Common Stock acquired on January 12, 2007, 5,444 Shares of Common Stock acquired April 12, 2007, 4,485 Shares of Common Stock acquired on July 12, 2007 and 4,888 Shares of Common Stock acquired on October 17, 2007.
- Includes 1 Share of Common Stock acquired by the reporting person on March 19, 2007 through a contribution by the registrant on behalf of the reporting person to The Toro Company Investment, Savings and ESOP Plan. Also includes the following Shares of Common Stock acquired by the reporting person under the dividend reinvestment feature of The Toro Company Investment, Savings & ESOP Plan: 0.0023 Shares of Common Stock acquired on April 12, 2007, 0.0019 Shares of Common Stock acquired on July 12, 2007 and 0.0021 Shares of Common Stock acquired on October 17, 2007.
- The option vests in three equal annual installments commencing on the first anniversary of the date of grant.

Stacy L. Bogart, Atty-in-Fact 11/30/2007  
 \*\* Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**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 Number.**