

Swain Thomas M
 Form 3
 December 13, 2004

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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
Â Swain Thomas M			(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	22.628	D	Â
Common Stock	1,694.4304	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)
--	--	---	------------------------------------	---------------------------------	---

Edgar Filing: Swain Thomas M - Form 3

	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option	12/04/2001	12/04/2006	Common Stock	4,464	\$ 23.625	D	Â
Stock Option	12/04/2002	12/04/2007	Common Stock	7,000	\$ 23.625	D	Â
Stock Option	12/04/2004	12/04/2007	Common Stock	5,000 ⁽¹⁾	\$ 48.32	D	Â
Stock Option	12/02/2005	12/02/2014	Common Stock	4,100 ⁽²⁾	\$ 74.04	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Swain Thomas M 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.