## Edgar Filing: Vale Michael G. - Form 4

Vale Michael	G.										
Form 4											
November 02	2, 2018										
FORM	<b>4</b> UNITED	STATES					NGE (	COMMISSION		9PROVAL 3235-0287	
Check this	s box		Was	hington,	D.C. 205	549			Number:	January 31	
if no long subject to Section 16 Form 4 or	er <b>STATEN</b> 6.	IENT O	F CHAN	GES IN H SECURI		CIA	LOW	NERSHIP OF	Expires: Estimated a burden hou response	2005 average irs per	
Form 5 obligation may conti <i>See</i> Instru 1(b).	Filed pur s Section 17(	a) of the		ility Hold	ing Com	pany	Act o	ge Act of 1934, f 1935 or Sectic 40	·	0.0	
(Print or Type R	esponses)										
Vale Michael G. Symbol				r Name <b>and</b> Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (I	Middle)		Earliest Tra				(Cheo	ck all applicable	e)	
(Month			(Month/Da 11/01/20								
			ndment, Date Original nth/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check</li> <li>Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ul>				
BLOOMING	GTON, MN 5542	20-1196						Form filed by I Person	More than One Ro	eporting	
(City)	(State)	(Zip)	Table	e I - Non-Do	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	any				, , , , , , , , , , , , , , , , , , ,			5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)			
Common Stock Units	11/01/2018			А	1,009 (1)	А	\$0	1,009	D		

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: Vale Michael G. - Form 4

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. Transactic Code (Instr. 8)	5. Number onof Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date urities (Month/Day/Yea uured or posed of tr. 3, 4,		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Numbe of Shares
Non-Qualified Stock Option	\$ 58.63	11/01/2018		А	4,482 (2)	(3)	11/01/2028	Common Stock	4,48

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Vale Michael G. 8111 LYNDALE AVENUE SOUTH BLOOMINGTON, MN 55420-1196	Х						
Signatures							
/s/ Nancy A. McGrath, Attorney-In-Fact	11	1/02/2018					
**Signature of Reporting Person		Date					

## **Explanation of Responses:**

- \* 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).

Annual common stock award for service as a non-employee director issued under The Toro Company Amended and Restated 2010
 Equity and Incentive Plan, as amended and restated (the "Amended and Restated 2010 Plan"). The reporting person has deferred the payout of his stock award under The Toro Company Deferred Compensation Plan for Non-Employee Directors (the "Deferred Plan") and, accordingly, the reporting person's stock award is paid in common stock units under the Deferred Plan.

- (2) Annual option grant for service as a non-employee director issued under the Amended and Restated 2010 Plan.
- (3) The option vests in three equal annual installments commencing on the first anniversary of the date of grant.

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.