

DRAZAN MICHAEL D

Form 4

September 11, 2007

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
DRAZAN MICHAEL D

(Last) (First) (Middle)

8111 LYNDALE AVENUE SOUTH

(Street)

BLOOMINGTON, MN 55420-1196

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
TORO CO [TTC]

3. Date of Earliest Transaction
(Month/Day/Year)
09/07/2007

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

V.P. Corporate Info. Services

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ 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	09/07/2007		M		900	A	\$ 11.8125	32,999	D	
Common Stock	09/07/2007		G	V	400	D	\$ 0	32,599	D	
Common Stock	09/07/2007		G ⁽¹⁾	V	800	D	\$ 0	31,799	D	
Common Stock	09/07/2007		S		2,488	D	\$ 59.6893	29,311	D	
Common Stock	09/07/2007		F		176	D	\$ 60.17	29,135	D	

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Performance Share Units							12,406.6582	D	
Common Stock	09/07/2007	G ⁽²⁾	V	400	A	\$ 0	400	I	By daughter
Common Stock	09/07/2007	S		400	D	\$ 59.6501	0	I	By daughter
Common Stock	09/07/2007	G ⁽²⁾	V	400	A	\$ 0	400	I	By son
Common Stock	09/07/2007	S		400	D	\$ 59.6601	0	I	By son
Common Stock							1,588.1531	I	The Toro Company Investment, Savings & ESOP

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. P Der Sec (Ins
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 11.8125	09/07/2007		M	900	12/04/2001	12/04/2011	Common Stock	900

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

DRAZAN MICHAEL D
8111 LYNDAL AVE SOUTH
BLOOMINGTON, MN 55420-1196

V.P.
Corporate
Info. Services

Signatures

Stacy L. Bogart,
Atty-In-Fact

09/11/2007

__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).

(2) This transaction involves a gift of securities by the reporting person to his son and/or daughter, who shares the reporting person's household. Reporting person disclaims beneficial ownership of shares held by his son and /or daughter and this report shall not be determined an admission that the reporting person is the beneficial owner of such securities for purposes of Section 16 or for any other purpose.

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

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