

Christy Jody M
 Form 3
 December 07, 2018

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

OMB APPROVAL

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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 Christy Jody M | | | (Month/Day/Year) | TORO CO [TTC] |
| (Last) | (First) | (Middle) | 12/04/2018 | 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)

Vice President, BOSS

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 | 2,512.722 | D | Â |
| Common Stock | 205.476 | I | The Toro Company Investment, Savings and ESOP |

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

SEC 1473 (7-02)

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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) |
|--|--|---|------------------------------------|---------------------------------|---|
|--|--|---|------------------------------------|---------------------------------|---|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Derivative Security | Security: Direct (D) or Indirect (I) (Instr. 5) | |
|----------------------------|------------------|-----------------|--------------|----------------------------|---------------------|---|---|
| Non-Qualified Stock Option | Â (1) | 01/05/2025 | Common Stock | 544 | \$ 31.09 | D | Â |
| Non-Qualified Stock Option | Â (2) | 12/04/2025 | Common Stock | 1,088 | \$ 38.82 | D | Â |
| Non-Qualified Stock Option | Â (3) | 12/04/2025 | Common Stock | 1,630 | \$ 38.82 | D | Â |
| Non-Qualified Stock Option | Â (4) | 12/09/2026 | Common Stock | 4,900 | \$ 56.54 | D | Â |
| Non-Qualified Stock Option | Â (5) | 12/08/2027 | Common Stock | 4,100 | \$ 65.93 | D | Â |
| Restricted Stock Units | Â (6) | Â (6) | Common Stock | 176.646 | \$ (7) | D | Â |
| Restricted Stock Units | Â (8) | Â (8) | Common Stock | 60.267 | \$ (7) | D | Â |
| Restricted Stock Units | Â (9) | Â (9) | Common Stock | 1,237.309 | \$ (7) | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Christy Jody M 8111 LYNDALE AVENUE SOUTH BLOOMINGTON, MN 55420-1196 | Â | Â | Â Vice President, BOSS | Â |

Signatures

/s/ Nancy A. McGrath,
Attorney-In-Fact

12/07/2018

**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) The option vested in three equal annual installments commencing on January 5, 2016, which was the first anniversary of the date of grant.
 - (2) The option vested in three equal annual installments commencing on December 4, 2016, which was the first anniversary of the date of grant.
 - (3) The option vested in full on December 4, 2018, which was the third anniversary of the date of grant.
 - (4) The option vests in three equal annual installments commencing on December 9, 2017, which is the first anniversary of the date of grant.
 - (5) The option vests in three equal annual installments commencing on December 8, 2018, which is the first anniversary of the date of grant.

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- (6) The restricted stock units and related dividend equivalents vested and became non-forfeitable in full on December 4, 2018, which was the third anniversary of the date of grant.
- (7) Each restricted stock unit represents a contingent right to receive one share of Toro common stock.
- (8) The restricted stock units and related dividend equivalents vested and became non-forfeitable in three equal annual installments commencing on December 4, 2016, which was the first anniversary of the date of grant.
- (9) The restricted stock units and related dividend equivalents vest and become non-forfeitable in full on June 15, 2019, which is the third 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.