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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

May 13, 2005

The Toro Company

(Exact name of registrant as specified in its charter)

Delaware

1-8649

41-0580470

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

8111 Lyndale Avenue South, Bloomington,  
Minnesota

55420

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

952-888-8801

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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**Item 2.02. Results of Operations and Financial Condition.**

On May 13, 2005, The Toro Company announced its expected earnings for the three and six months ended April 29, 2005. Attached to this Current Report on Form 8-K as Exhibit 99.1 is a copy of The Toro Company's press release in connection with the announcement. The information in this report is being furnished and shall not be deemed to be filed for purposes of Section 18 of the Securities Exchange Act of 1934, or otherwise subject to the liability of that section, and shall not be deemed to be incorporated by reference by any general statements by The Toro Company incorporating by reference this report or future filings into any filings under the Securities Act of 1933 or the Securities Exchange Act of 1934, except to the extent The Toro Company specifically incorporates the information by reference.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

The Toro Company

May 13, 2005

By: *Stephen P. Wolfe*

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*Name: Stephen P. Wolfe*

*Title: Vice President Finance, Treasurer and Chief Financial Officer*

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Exhibit Index

<u>Exhibit No.</u>	<u>Description</u>
99.1	Registrant's press release dated May 13, 2005 (furnished herewith).

# The Toro Company

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## Investor Relations

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## Web Site

www.thetorocompany.com

### TORO SECOND QUARTER NET EARNINGS PER SHARE EXPECTED TO REACH \$1.28 TO \$1.33, EXCEEDING PRIOR GUIDANCE

#### Toro To Report Full Second Quarter Results May 24

BLOOMINGTON, Minn. (May 13, 2005) – The Toro Company (NYSE: TTC) said today that it expects net earnings per share for its fiscal second quarter ended April 29, 2005 to range from \$1.28 to \$1.33, exceeding the company's prior guidance of \$1.15 to \$1.20 for the period. (Earnings per share figures have been adjusted to reflect a 2-for-1 stock split effective March 28, 2005).

Net sales for the fiscal 2005 second quarter are expected to be \$625.0 to \$630.0 million and benefited from stronger than expected shipments of Professional products, as well as contributions from Hayter Ltd. to international sales. The company completed the acquisition of Hayter, a U.K.-based manufacturer of consumer and commercial mowing equipment, early in its fiscal second quarter.

In the comparable fiscal 2004 period, the company reported net earnings of \$52.2 million, or \$1.00 per diluted share (adjusted for the 2-for-1 stock split) on net sales of \$548.0 million.

"While we are pleased with the strong growth in shipments in the 2005 second quarter, we recognize that retail movement in our residential segment was adversely affected by poor weather throughout most of the U.S.," said Kendrick B. Melrose, Executive Chairman, The Toro Company. "Nonetheless, we now believe our year-end earnings will exceed our previous expectations, and therefore we intend to increase guidance modestly in our May 24 earnings release. This, of course, assumes the resumption of normal weather patterns for the balance of the selling season and that commodity prices have stabilized to a large extent."

Toro plans to report full results for its fiscal second quarter on May 24, before the start of New York Stock Exchange trading. The company will provide further information on its second quarter performance and its outlook for the balance of 2005 at a conference call for investors at 10:00 a.m. CT on May 24. The full text of Toro's earnings release will be available at [www.thetorocompany.com](http://www.thetorocompany.com) at 8:00 a.m. CT on May 24. A live, listen-only webcast of the quarterly conference call will also be available at [www.thetorocompany.com](http://www.thetorocompany.com). The call begins at 10:00 a.m. CT on Tuesday, May 24. Listeners are advised to go to the website at least 15 minutes early to register and to download and install any necessary audio software. A replay of the second quarter conference call will also be available at [www.thetorocompany.com](http://www.thetorocompany.com).

The Toro Company is a leading provider of innovative outdoor maintenance and beautification products for home, recreation and commercial landscapes around the world.

#### Safe Harbor

Statements made in this news release, which are forward-looking, are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform Act of 1995. Forward-looking statements involve risks and uncertainties. These uncertainties include factors that affect all businesses operating in a global market as well as matters specific to Toro. Particular risks and uncertainties facing the company's overall financial position at the present include the threat of further terrorist acts and war, which may result in contraction of the U.S. and worldwide economies; slow growth rate in global and domestic economies, resulting in rising unemployment and weakened consumer confidence; our ability to achieve the goals for the "6+8" growth and profit improvement initiative which is intended to improve our revenue growth and after-tax return on sales; the company's ability to achieve sales and earnings per share growth in fiscal 2005; our ability to successfully integrate acquisitions and manage alliances; ability of management to manage around unplanned events; unforeseen product quality problems in the development and production of new and existing products; potential issues with moving production between facilities; fluctuations in the cost and availability of raw materials, including steel and other commodities; rising cost of transportation; level of growth in the golf market; increased dependence on The Home Depot as a customer for the residential segment; reduced government spending for grounds maintenance equipment due to reduced tax revenue and tighter government budgets; increased competition; elimination of shelf space for our products at retailers; financial viability of distributors and dealers; market acceptance of existing and new products; unforeseen inventory adjustments or changes in purchasing patterns by our customers; the impact of abnormal weather patterns; and the previously disclosed pending litigation against the company and other defendants that challenges the horsepower ratings of lawnmowers, of which the company is currently unable to assess whether the litigation would have a material adverse effect on the company's consolidated operating results or financial condition. In addition to the factors set forth in this paragraph, market, economic, financial, competitive, weather, production and other factors identified in Toro's quarterly and annual reports filed with the Securities and Exchange Commission, could affect the forward-looking statements in this press release. Toro undertakes no obligation to update forward-looking statements made in this release to reflect events or circumstances after the date of this statement.

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