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

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**FORM 8-K**

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**CURRENT REPORT**

**Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): August 12, 2025

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**THE TORO COMPANY**

(Exact name of registrant as specified in its charter)

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**DE**  
(State or other jurisdiction of incorporation)

**1-8649**  
(Commission File Number)

**41-0580470**  
(I.R.S. Employer Identification No.)

**8111 Lyndale Avenue South  
Bloomington, Minnesota**  
(Address of principal executive offices)

**55420**  
(Zip Code)

Registrant's telephone number, including area code: **(952) 888-8801**

**Not Applicable**

(Former name or former address, if changed since last report)

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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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
<b>Common Stock, par value \$1.00 per share</b>	<b>TTC</b>	<b>New York Stock Exchange</b>

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On August 7, 2025, the Board of Directors (the “Board”) of The Toro Company (the “Company”) appointed Edric C. Funk as the Company’s President and Chief Operating Officer effective September 1, 2025, and subject to his written acceptance. Mr. Funk accepted this new position, and the Company announced his appointment as President and Chief Operating Officer on August 12, 2025.

Mr. Funk, age 53, joined the Company in 1996 as a design engineer. He transitioned to marketing in 2003 and held roles of increasing responsibility in the Company’s Residential, Landscape Contractor, International and Commercial businesses. In 2014, Mr. Funk was promoted to director of global product management for the Commercial and International businesses, and in 2017, he was named managing director of the Company’s Center for Technology, Research & Innovation. Mr. Funk became the general manager of the Sitework Systems business in November 2020, before being promoted to group vice president of Golf, Grounds and Irrigation in November 2022.

Pursuant to the terms of the Company’s offer letter to Mr. Funk (the “Offer Letter”), the Compensation & Human Resources Committee (the “Committee”) of the Board of the Company set Mr. Funk’s base compensation to \$700,000. In addition, in light of Mr. Funk’s new position, the Committee also approved a change in Mr. Funk’s total annual incentive payout target for the remainder of fiscal 2025 to reflect a pro rata increase in his annual incentive payout percentage to 90% of his base salary per year and a change in the performance measures and weightings for his annual cash incentive for the remainder of fiscal 2025 to 100% corporate performance measures. The Committee also approved a one-time grant of restricted stock units (“RSUs”) with a value of approximately \$1,500,000 to be granted under and subject to the terms and conditions of The Toro Company 2022 Equity and Incentive Plan. The RSUs will be granted on or shortly following the effective date of Mr. Funk’s new role; will be calculated based on the closing stock price on the grant date; and will vest in three equal installments on the first, second and third anniversary of the grant date.

Officers of the Company are generally elected by the Company’s Board of Directors annually. Mr. Funk will serve in his new position until his successor is elected by the Company’s Board of Directors.

Mr. Funk has no “family relationships,” as that term is defined in Item 401(d) of Regulation S-K, with any director or other executive officer of the Company; and there are no related party transactions involving Mr. Funk that are reportable under Item 404(a) of Regulation S-K.

The description of the Offer Letter set forth above is qualified in its entirety by the Offer Letter filed as Exhibit 10.1 to this Current Report on Form 8-K and is hereby incorporated herein by this reference.

**Item 7.01. Regulation FD Disclosure.**

Attached to this Current Report on Form 8-K as Exhibit 99.1 is a copy of the press release issued by the Company in connection with the announcement of the appointment of Mr. Funk as President and Chief Operating Officer of the Company.

The information contained in this Item 7.01 and Exhibit 99.1 to this Current Report on Form 8-K shall not be deemed to be “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liability of that section, and shall not be incorporated by reference into any filings made by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such filing.

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## Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

<b>Exhibit No.</b>	<b>Description</b>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).
10.1	<a href="#">Offer Letter dated August 7, 2025 between The Toro Company and Edric C. Funk.</a>
99.1	<a href="#">Press Release dated August 12, 2025.</a>

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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  
(Registrant)

Date: August 12, 2025

/s/ Joanna M. Totsky

Joanna M. Totsky  
Vice President, General Counsel and Corporate Secretary

August 7, 2025

Edric Funk

Subject: President & COO Offer

Dear Edric,

Congratulations! I am pleased to formally extend this offer to you for the position of President & COO, reporting to me, and subject to the terms and conditions summarized below.

**Effective Date**

The effective date of this new position is September 1, 2025.

**Annual Base Salary**

Your annual gross base salary will be \$700,000, subject to applicable withholdings.

**Annual Cash Incentive**

Upon the effective date of this role, your annual cash incentive (Annual Performance Award) target will be 90% of fiscal year base salary earnings. In this role, your payout will be tied 100% to corporate performance measures, weightings and goals.

**Annual Equity Awards**

Annual equity grants are currently in the form of performance share awards and stock options and are granted under and subject to the terms and conditions of The Toro Company 2022 Equity and Incentive Plan. For F26 (to be granted in December 2025), the target equity value to be provided will be \$2,000,000.

**One-Time Restricted Stock Unit (RSU) Grant**

You will receive a one-time grant of RSUs with a value of approximately \$1,500,000 to be granted under and subject to the terms and conditions of The Toro Company 2022 Equity and Incentive Plan. The restricted stock units will be granted on or shortly following the effective date of your new role and will be calculated based on the closing stock price on the grant date. These restricted stock units have three-year ratable vesting, meaning they vest in three equal installments on the first, second and third anniversary of the grant date.

**Perquisites and Other Benefits**

As an executive officer of TTC, you remain eligible for certain perquisites and benefits; such benefits and perquisites may change from time to time.

**Future Changes to Your Compensation**

As with our other executive officers, the terms of your compensation as outlined herein may change from time to time as determined by the Compensation & Human Resources Committee of the Board of Directors of TTC.

Edric, I am delighted to offer you this position and look forward to continuing to work with you.

Sincerely,

/s/ Richard M. Olson  
Richard M. Olson  
Chairman & CEO

cc: Lori Riley, Vice President, Human Resources

**ACCEPTANCE**

By signing below, I accept The Toro Company's offer for the President & COO role.

/s/ Edric Funk

\_\_\_\_\_  
Edric Funk

8/7/2025

\_\_\_\_\_  
Date



**THE TORO  
COMPANY**

Investor Relations  
Jeremy Steffan  
Director, Investor Relations  
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*For Immediate Release*

### **The Toro Company Names Edric C. Funk President and Chief Operating Officer**

BLOOMINGTON, Minn. (August 12, 2025) – The Toro Company (NYSE: TTC), a leading global provider of solutions for the outdoor environment, today announced that Edric C. Funk has been appointed president and chief operating officer, effective September 1, 2025.

Funk, a 29-year veteran of the company, has served as group vice president of Golf, Grounds and Irrigation since 2022. In this new role, he will assume responsibility for all of the company's global businesses and integrated supply chain operations, continuing to report to Richard M. Olson, chairman and chief executive officer.

"Edric's track record of driving business performance and fostering innovation uniquely equips him for the role of chief operating officer," said Olson. "Throughout his tenure, Edric has consistently delivered strong financial results and value creation across diverse technical and business functions – directly contributing to our growth and competitive position. His deep understanding of our customers, and technologies coupled with a disciplined strategic approach, will continue to propel The Toro Company forward and create value for all stakeholders."

Since joining The Toro Company in 1996 as a design engineer, Funk transitioned to marketing in 2003 and held roles of increasing responsibility in the company's Residential, Landscape Contractor, International and Commercial businesses. In 2014, he was promoted to director of global product management for the Commercial and International businesses, and in 2017 was named managing director of the company's Center for Technology, Research & Innovation (CTRI). Funk went on to become the general manager of the Sitework Systems business in 2020, before being promoted to group vice president of Golf, Grounds and Irrigation, where he has played an influential role in driving performance across multiple professional product categories.

Funk was instrumental in the acquisitions of both Left Hand Robotics and TURFLYNX, which accelerated the development of robotic mowing platforms recently introduced to the market. He

also elevated the organization's technology community through the creation of its Technology Forum and has championed integrated smart systems delivering more holistic solutions for customers. In 2020, he was recognized by Golf, Inc. as one of the *Most Innovative People in Golf*.

"I am honored to serve in this role, and I look forward to working alongside our talented team to drive operational performance across our businesses, with a focus on accelerating profitable growth, advancing the company's technology roadmap and optimizing global supply chain operations," said Funk.

Funk received a Bachelor of Science in engineering from the University of Minnesota and an MBA from The University of Minnesota – Carlson School of Management. He also has a professional certificate in innovation and technology from the Massachusetts Institute of Technology. He serves on the boards of the National Golf Foundation, The Toro Company Foundation, and Red Iron Acceptance.

**About The Toro Company** The Toro Company (NYSE: TTC) is a leading global provider of solutions for the outdoor environment including turf and landscape maintenance, snow and ice management, underground utility construction, rental and specialty construction, and irrigation and outdoor lighting solutions. With net sales of \$4.6 billion in fiscal 2024, The Toro Company's global presence extends to more than 125 countries through a family of brands that includes Toro, Ditch Witch, Exmark, Spartan, BOSS, Ventrac, American Augers, Subsite, HammerHead, Radius, Perrot, Hayter, Unique Lighting Systems, Irritrol, and Lawn-Boy. Through constant innovation and caring relationships built on trust and integrity, The Toro Company and its family of brands have built a legacy of excellence by helping customers work on golf courses, sports fields, construction sites, public green spaces, commercial and residential properties and agricultural operations. For more information, visit [www.thetorocompany.com](http://www.thetorocompany.com).

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