

Hartman Richard T.  
Form 3  
January 05, 2012

**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 <b>and</b> Ticker or Trading Symbol	
Â Hartman Richard T.		(Month/Day/Year)	TOLL BROTHERS INC [TOL]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		01/01/2012		
250 GIBRALTAR ROAD			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
HORSHAM,Â PAÂ 19044			<input checked="" type="checkbox"/> Officer (give title below) Chief Operating Officer	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)		

**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	2,706	I	401(k) Plan
Common Stock	27,460	D	Â

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 Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Restricted Stock Units	12/21/2010 <sup>(1)</sup>	12/21/2013	Common Stock	3,333	\$ 0	D	Â
Restricted Stock Units	12/19/2012 <sup>(2)</sup>	12/19/2012	Common Stock	1,360	\$ 0	D	Â
Restricted Stock Units	12/20/2011 <sup>(3)</sup>	12/20/2014	Common Stock	3,333	\$ 0	D	Â
Stock Options (Right to Buy)	12/20/2003	12/20/2012	Common Stock	25,500	\$ 10.525	D	Â
Stock Options (Right to Buy)	12/20/2004	12/20/2013	Common Stock	36,000	\$ 20.135	D	Â
Stock Options (Right to Buy)	12/20/2011 <sup>(4)</sup>	12/20/2020	Common Stock	10,000	\$ 19.32	D	Â
Stock Options (Right to Buy)	07/18/2008	12/20/2014	Common Stock	23,313	\$ 18.92	D	Â
Stock Options (Right to Buy)	12/20/2009 <sup>(5)</sup>	12/20/2018	Common Stock	20,000	\$ 21.7	D	Â
Stock Options (Right to Buy)	12/20/2008	12/20/2017	Common Stock	20,000	\$ 20.76	D	Â
Stock Options (Right to Buy)	12/20/2010 <sup>(6)</sup>	12/20/2019	Common Stock	10,000	\$ 18.38	D	Â
Stock Options (Right to Buy)	12/20/2012 <sup>(7)</sup>	12/20/2021	Common Stock	30,000	\$ 20.5	D	Â
Stock Options (Right to Buy)	07/18/2008	12/20/2015	Common Stock	11,176	\$ 18.92	D	Â
Stock Options (Right to Buy)	07/18/2008	12/20/2016	Common Stock	18,310	\$ 18.92	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Hartman Richard T. 250 GIBRALTAR ROAD HORSHAM, PA 19044	Â	Â	Â Chief Operating Officer	Â

## Signatures

/s/Kathryn G.  
Flanagan, attorney-in-fact

01/05/2012

\_\_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) 1,666 vested as of 1/1/2012, 833 vest on 12/21/2012 and 834 on 12/21/2013. All 3,333 RSU's are distributable 30 days after 12/21/2013.
- (2) The RSU's are vested and will be distributed to the reporting person 30 days after the 4th anniversary of the grant date of 12/20/2008.
- (3) 833 vested as of 1/1/2012. 833 vest on 12/20/2012 and 12/20/2013. 834 vest on 12/20/2014. All 3,333 shares are distributable 30 days after 12/20/2014.
- (4) 2,500 exercisable as of 1/1/2012. 2,500 exercisable on 12/20/2012, 2013 and 2014.
- (5) 15,000 exercisable as of 1/1/2012, 5,000 exercisable on 12/20/2012
- (6) 5,000 exercisable as of 1/1/2012, 2,500 exercisable on 12/20/2012 and 12/20/2013
- (7) Exercisable 7,500 on 12/20/2012, 12/20/2013, 12/20/2014 and 12/20/2015.

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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