

TOLL BROTHERS INC  
Form 4  
June 17, 2005

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**MARBACH CARL B**

2. Issuer Name and Ticker or Trading Symbol  
**TOLL BROTHERS INC [TOL]**

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**250 GIBRALTAR ROAD**  
  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
**03/04/2005**

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

**HORSHAM, PA 19044**

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing (Check Applicable Line)  
 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	03/04/2005		G	V 600 D \$ 0	16,101	D	
Common Stock	06/16/2005		M	30,000 A \$ 9.75	46,101	D	
Common Stock	06/16/2005		M	30,000 A \$ 12.7813	76,101	D	
Common Stock	06/16/2005		S	60,000 D \$ 102.2786 <u>(1)</u>	16,101	D	
Common Stock					2,350	I	Individual Retirement

Common Stock	2,350	I	Account for self  Individual Retirement Account for spouse
-----------------	-------	---	--

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Options (Right to buy)	\$ 8.75					12/20/2000	12/20/2009	Common Stock	34,000
Stock Options (Right to buy)	\$ 9.75	06/16/2005		M	30,000	12/20/1997	12/20/2006	Common Stock	30,000
Stock Options (Right to buy)	\$ 11.4375					12/20/1999	12/20/2008	Common Stock	33,000
Stock Options (Right to buy)	\$ 12.7813	06/16/2005		M	30,000	12/20/1998	12/20/2007	Common Stock	30,000
Stock Options (Right to buy)	\$ 19.3125					12/20/2000	12/20/2010	Common Stock	33,000

