

TOLL BROTHERS INC  
Form 4  
June 22, 2005

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARZILAY ZVI**

(Last) (First) (Middle)

**250 GIBRALTAR ROAD**

(Street)

**HORSHAM, PA 19044**

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
**06/20/2005**

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)  
**President**

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/20/2005		M	58,200 A	\$ 9.75 97,830	D	
Common Stock	06/20/2005		S	58,200 D	\$ 102.0556 39,630	D	
Common Stock	06/21/2005		M	31,600 A	\$ 9.75 71,230	D	
Common Stock	06/21/2005		S	31,600 D	\$ 100.5137 39,630	D	
					1,240	I	

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Common  
Stock

401(k)  
Plan

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

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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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Options (Right to buy)	\$ 8.75					12/20/2000	12/20/2009	Common Stock	309,972
Stock Options (Right to buy)	\$ 9.75	06/20/2005		M	58,200	12/20/1997	12/20/2006	Common Stock	58,200
Stock Options (Right to buy)	\$ 9.75	06/21/2005		M	31,600	12/20/1997	12/20/2006	Common Stock	31,600
Stock Options (Right to buy)	\$ 11.4375					12/20/1999	12/20/2008	Common Stock	191,258
Stock Options (Right to buy)	\$ 12.7813					12/20/1998	12/20/2007	Common Stock	192,016
Stock Options (Right to buy)	\$ 19.3125					12/20/2001	12/20/2010	Common Stock	120,000
	\$ 21.05					12/20/2004	12/20/2012		125,000

Stock  
Options  
(Right to  
buy)

Common  
Stock

Stock  
Options  
(Right to  
buy)

\$ 21.76

12/20/2002

12/20/2011

Common  
Stock

240,000

Stock  
Options  
(Right to  
buy)

\$ 40.27

12/20/2007

12/20/2013

Common  
Stock

127,000

Stock  
Options  
(Right to  
buy)

\$ 65.1

12/20/2008

12/20/2014

Common  
Stock

120,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BARZILAY ZVI 250 GIBRALTAR ROAD HORSHAM, PA 19044	X		President	

## Signatures

Kathryn G.  
Flanagan, Attorney-in-Fact 06/22/2005

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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) Average sales price-Actual sale prices ranged from \$102.00 to \$102.31

(2) Average sales price-Actual sale prices ranged from \$100.50 to \$100.63

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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