

Edgar Filing: TOLL BROTHERS INC - Form SC 13G

TOLL BROTHERS INC
Form SC 13G
January 07, 2005

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

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934

Toll Brothers, Inc.

(Name of Issuer)

Common Stock, par value \$.01 per share

(Title of Class of Securities)

889478103

(CUSIP NUMBER)

December 30, 2004

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- / / Rule 13d-1(b)
- /X/ Rule 13d-1(c)
- / / Rule 13d-1(d)

The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing the information which would alter the disclosures provided for in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purposes of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to all other provisions of the Act (however, see the Notes).

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| | | |
|---|-----------------------------|-------------------------------------|
| 1. NAME OF REPORTING PERSONS: THE BRUCE E. TOLL INVESTMENT TRUST | | |
| I.R.S. IDENTIFICATION NOS. OF ABOVE PERSONS (ENTITIES ONLY) 17-5363506 | | |
| 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP | | |
| | (a) | <input type="checkbox"/> |
| | (b) | <input checked="" type="checkbox"/> |
| 3. SEC USE ONLY | | |
| 4. CITIZENSHIP or PLACE OF ORGANIZATION | | Pennsylvania |
| NUMBER OF | 5. SOLE VOTING POWER | 0 |
| SHARES | | |
| BENEFICIALLY | 6. SHARED VOTING POWER | 5,965,552 |
| OWNED BY | | |
| EACH | 7. SOLE DISPOSITIVE POWER | 0 |
| REPORTING | | |
| PERSON | 8. SHARED DISPOSITIVE POWER | 5,965,552 |
| WITH | | |
| 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON | | 5,965,552 |
| 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES: | | |
| | | <input type="checkbox"/> |
| 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) | | 7.88%(1) |
| 12. TYPE OF REPORTING PERSON | | 00 |

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Item 1(a). Name of Issuer:

Toll Brothers, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

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250 Gibraltar Road
Horsham, Pennsylvania 19044

- Item 2(a). Name of Person Filing:
The Bruce E. Toll Investment Trust
- Item 2(b). Address of Principal Business Office or, if None, Residence:
c/o BET Investments
2600 Philmont Avenue - Suite 212
Philadelphia, Pennsylvania 19006
Attn: Wendy Toll Topkis, Trustee
- Item 2(c). Citizenship:
United States
- Item 2(d). Title of Class of Securities:
Common Stock
- Item 2(e). CUSIP Number:
889478103

- Item 3. If this statement is filed pursuant to Rule 13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:
Not Applicable
- (a) Broker or dealer registered under Section 15 of the Exchange Act;
- (b) Bank as defined in Section 3(a)(6) of the Exchange Act;
- (c) Insurance Company as defined in Section 3(a)(19) of the Exchange Act;
- (d) Investment Company registered under Section 8 of the Investment Company Exchange Act;

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- (e) Investment Adviser in accordance with Rule 13d-1(b)(1)(ii)(E);
- (f) Employee Benefit Plan or Endowment Fund in accordance with Rule 13d-1(b)(1)(ii)(F);

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- (g) [] Parent Holding Company or Control Person in accordance with Rule 13d-1(b)(1)(ii)(G);
- (h) [] Saving Association as defined in Section 3(b) of The Federal Deposit Insurance Act;
- (i) [] Church Plan that is excluded from the definition of an Investment Company under Section 3(c)(14) of the Investment Company Act;
- (j) [] Group, in accordance with Rule 13d-1(b)(1)(ii)(J).

Item 4. Ownership.

(a) Amount beneficially owned: 5,965,552 shares. Wendy Toll Topkis, as trustee of The Bruce E. Toll Investment Trust, shares voting and dispositive power over 5,965,552 shares owned by the trust.

(b) Percent of Class: 7.88%(1)

(c) Number of shares as to which such person has:

- (i) Sole power to vote or direct the vote: 0
- (ii) Shared power to vote or to direct the vote: 5,965,552
- (iii) Sole power to dispose or direct the disposition return of: 0
- (iv) Shared power to dispose or to direct the disposition of: 5,965,552

Item 5. Ownership of Five Percent or Less of a Class.

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following: []

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Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Ms. Topkis serves as the trustee of The Bruce E. Toll Investment Trust. Ms. Topkis, in her capacity as trustee, has the power to direct receipt of the dividends from, and the proceeds from a sale of, the shares owned by the trust.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

Not Applicable

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Item 8. Identification and Classification of Members of the Group.

Not Applicable

Item 9. Notice of Dissolution of Group.

Not Applicable

Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

January 5, 2005

(Date)

Wendy Toll Topkis

(Signature)

Wendy Toll Topkis, Trustee

(Name/Title)

(1) Based on 75,698,473 shares reported outstanding at December 15, 2004.