Edgar Filing: TOLL BROTHERS INC - Form 4

	OTHERS INC											
Form 4 September	00 2008											
FOR	ЛЛ								OMB /	APPROVAL		
CURIVI 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Washington, D.C. 20549							OMMISSION	OMB Number:	3235-0287			
Check if no lo subject Section Form 4	to SIAIE 116.	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								January 31, 2005 average ours per 0.5		
Form 5 obligations may continue. See Instruction 1(b). 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	e Responses)											
1. Name and Address of Reporting Person * TOLL BRUCE E			Symbol TOLL BROTHERS INC [TOL]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
												(Last) (First) (Middle) 250 GIBRALTAR ROAD
				iled(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting				
HORSHA	M, PA 19044							Person	lore than One I	Reporting		
(City)	(State)	(Zip)	Та	ble I - Non	-Derivative	Secur	ities Acq	uired, Disposed of	, or Benefici	ally Owned		
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Date, if Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) //Year) (Instr. 8) (A)					5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	Ownership I Form: O	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
				Code V	Amount	or (D)	Price \$	(Instr. 3 and 4)				
Common Stock	09/08/2008			S	342,139	D	(1) (2)	1,983,361	D			
Common Stock	09/08/2008			S	306,600	D	\$ 26.714 (3) (2)	1,676,761	D			
Common Stock								2,706	Ι	401(k) Plan		
Common Stock								4,142,932 (4)	Ι	Bruce E. Toll Revocable Trust		

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Common Stock						151,20	61 I			T-Expires ember,	
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form displays a currently valid OMB control number.											
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. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
TOLL BRUCE E 250 GIBRALTAR ROAD HORSHAM, PA 19044	Х							
Signatures								
Kathryn G. Flanagan, Att'y in Fact		09/09/2008						
**Signature of Reporting Person		Date						
Explanation of Responses:								

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).

(3) Average sales price-actual sale prices ranged from \$26.29-\$27.14

(4) The sole Beneficiary and trustee of the Trust is the reporting person.

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- (1) Average sales price -actual sale prices ranged from \$25.30-\$26.28
- (2) The Reporting person will provide, upon request by SEC staff, the issuer or a security holder, the full information about the number of shares sold at each separate sales price.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.