

TOLL BROTHERS INC  
Form 4  
March 02, 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

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**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**

(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)  
**03/01/2005**

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)

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 or Beneficial Ownership (Instr. 4)
Common Stock	03/01/2005		M	V Amount (A) or (D) Price	15,000 A \$ 10.125 31,701	D	
Common Stock	03/01/2005		S	15,000 D \$ 88.1982 (1)	16,701	D	
Common Stock					2,350	I	Individual Retirement Account for self
Common Stock					2,350	I	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)
				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 34,000
Stock Options (Right to buy)	\$ 9.75					12/20/1997 12/20/2006	Common Stock 30,000
Stock Options (Right to buy)	\$ 10.125	03/01/2005		M	15,000	12/20/1996 12/20/2005	Common Stock 15,000
Stock Options (Right to buy)	\$ 11.4375					12/20/1999 12/20/2008	Common Stock 33,000
Stock Options (Right to buy)	\$ 12.7813					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
	\$ 21.05					12/20/2003 12/20/2012	17,000

