

Grubb Michael J.  
Form 3  
February 01, 2018

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name <b>and</b> Ticker or Trading Symbol	
Â Grubb Michael J.		(Month/Day/Year)	TOLL BROTHERS INC [TOL]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		01/26/2018		
250 GIBRALTAR ROAD			(Check all applicable)	6. Individual or Joint/Group Filing(Check Applicable Line)
	(Street)		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner	<input checked="" type="checkbox"/> Form filed by One Reporting Person
HORSHAM,Â PAÂ 19044			<input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other	<input type="checkbox"/> Form filed by More than One Reporting Person
(City)	(State)	(Zip)	(give title below) (specify below)	
			Chief Accounting Officer	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	1,039	D	Â
Common Stock	175	I	401(k) Plan

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Options (Right to Buy)	12/17/2013	12/17/2022	Common Stock	1,250	\$ 32.22	D	Â
Stock Options (Right to Buy)	12/18/2016 <sup>(1)</sup>	12/18/2025	Common Stock	1,500	\$ 32.85	D	Â
Stock Options (Right to Buy)	12/19/2015 <sup>(2)</sup>	12/19/2024	Common Stock	1,375	\$ 32.49	D	Â
Stock Options (Right to Buy)	12/20/2012	12/20/2021	Common Stock	1,000	\$ 20.5	D	Â
Stock Options (Right to Buy)	12/20/2014	12/20/2023	Common Stock	1,375	\$ 35.16	D	Â
Restricted Stock Units	01/05/2017 <sup>(3)</sup>	01/05/2020	Common Stock	366	\$ 0	D	Â
Restricted Stock Units	12/01/2018 <sup>(4)</sup>	12/01/2021	Common Stock	837	\$ 0	D	Â
Restricted Stock Units	01/05/2016 <sup>(5)</sup>	01/05/2019	Common Stock	348	\$ 0	D	Â
Restricted Stock Units	12/01/2017 <sup>(6)</sup>	12/01/2020	Common Stock	1,076	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Grubb Michael J. 250 GIBRALTAR ROAD HORSHAM, PA 19044	Â	Â	Â Chief Accounting Officer	Â

## Signatures

/s/Kathryn G.  
Flanagan, attorney-in-fact

02/01/2018

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 5(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) 750 exercisable as of 1/26/2018. 375 exercisable on 12/18/2018 and 12/18/2019.
- (2) 1,031 exercisable as of 1/26/2018. 344 exercisable on 12/19/2018.
- (3) 183 vested as of 1/26/2018. 91 vest on 1/5/2019 and 1/5/2020.
- (4) Vesting 25% on 12/1/2018, 2019, 2020 and 2021.

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(5) 261 vested as of 1/26/2018. 87 vest 1/5/2019.

(6) 269 vested as of 1/26/2018. 269 vest on 12/1/2018, 2019 and 2020.

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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