

TOLL BROTHERS INC
Form 8-K
May 23, 2006

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

**PURSUANT TO SECTION 13 OR 15(D) OF THE
SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): May 23, 2006

Toll Brothers, Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
*(State or Other Jurisdiction
of Incorporation)*

001-09186
*(Commission
File Number)*

23-2416878
*(IRS Employer
Identification No.)*

250 Gibraltar Road, Horsham, PA
(Address of Principal Executive Offices)

19044
(Zip Code)

Registrant's telephone number, including area code: (215) 938-8000

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 2.02. RESULTS OF OPERATIONS AND FINANCIAL CONDITION.

On May 23, 2006, Toll Brothers, Inc. issued a press release which contained Toll Brothers, Inc.'s results of operations for its six-month and three-month periods ended April 30, 2006, a copy of which release is attached hereto as Exhibit 99.1 to this report.

The information hereunder shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934 (the Exchange Act) or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

ITEM 7.01. REGULATION FD DISCLOSURE

On May 23, 2006, Toll Brothers, Inc. will host a conference call for investors to discuss the results of operations for its six-month and three-month periods ended April 30, 2006, and to discuss the expected results of operations for the fiscal year ending October 31, 2006.

A summary of the guidance to be given for its expected results of operations for the fiscal year ending October 31, 2006 is attached hereto as Exhibit 99.2 to this report.

The information hereunder shall not be deemed to be filed for the purposes of Section 18 of the Exchange Act or otherwise subject to the liabilities of that section, nor shall it be incorporated by reference into a filing under the Securities Act of 1933, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS

(c). Exhibits.

The following Exhibits are furnished as part of this Current Report on Form 8-K:

| Exhibit No. | Item |
|-------------|--|
| 99.1* | Press release of Toll Brothers, Inc. dated May 23, 2006 announcing its financial results for the six-month and three-month periods ended April 30, 2006. |
| 99.2* | Outline of guidance to be given by Toll Brothers, Inc. on its conference call of May 23, 2006 related to the expected results of operations for the fiscal year ending October 31, 2006. |

* Filed electronically herewith.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

TOLL BROTHERS, INC.

Dated: May 23, 2006

By: Joseph R. Sicree

Joseph R. Sicree
Senior Vice President,
Chief Accounting Officer