

TOLL BROTHERS INC
Form 8-K
March 14, 2012

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): March 14, 2012

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.)

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250 Gibraltar Road,

Horsham, PA

(Address of Principal Executive Offices)

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

19044

(Zip Code)

(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))

Item 5.07 Submission of Matters to a Vote of Security Holders.

The Company held its Annual Meeting of Stockholders on March 14, 2012 during which the Company's stockholders took the following actions:

Elected four directors to serve for a one -year term expiring in 2013:

| | FOR | Withheld | Broker Non-Votes |
|-------------------------|-------------|-----------|------------------|
| Douglas C. Yearley, Jr. | 129,236,841 | 6,820,365 | 14,767,290 |
| Robert S. Blank | 128,740,611 | 7,316,594 | 14,767,290 |
| Stephen A. Novick | 128,864,646 | 7,192,559 | 14,767,290 |
| Paul E. Shapiro | 129,232,238 | 6,824,967 | 14,767,290 |

Ratified the re-appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the 2012 fiscal year:

| FOR | AGAINST | ABSTAIN |
|-------------|---------|---------|
| 150,372,354 | 398,120 | 54,023 |

Approved, in an advisory and non-binding vote, the compensation of the Company's named executive officers:

| FOR | AGAINST | ABSTAIN | BROKER NON-VOTES |
|-------------|-----------|-----------|------------------|
| 132,554,140 | 2,024,019 | 1,479,046 | 14,767,290 |

There were 166,623,070 shares of common stock eligible to vote at the meeting.

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: March 14, 2012

By: Joseph R. Sicree
Joseph R. Sicree
Senior Vice President,
Chief Accounting Officer