# Edgar Filing: TOYS R US INC - Form 5

U.S. SECURITIES AND EXCHANGE COMMISSION

### TOYS R US INC Form 5 March 20, 2001

F O R M 5			U.S. SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								
Check this box if [X] no longer Subject to Section 16.	ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP										
[ ] Form 3 Holdings R [ ] Form 4 Trans. Rep		Section 1	7(a)	of the Pu	blic Utili	ty Hold	ling C	s Exchange ompany Act any Act 194	of 1935 d		
1			2.Issuer Name and Ticker or Trading Symbol Toys "R" Us, Inc. (TOY)								
(Last) (First) (MI)   Toys "R" Us, Inc.   461 From Road			0	RS or Soc. f Reportin Voluntary)			 /				
(Street)	(Street)				Ori 				 of  7. Inc r)   (Ch     X Fo		
							   F(				
(City)	(State)	(Zip)		TABLE I	- Non-Deri	vative	Secur	ities Acqu	ired, Disp		
(Instr. 3)		tion Da	c-  3.Trans.  4.Securitate   Code   Dispose /Yr) (Instr.8)  (Instr		ed of (D)			5.Amount   Securit   Benefic   Owned a			
 		   	   		   Amount 		(A)   (D) 		Fiscal   (Instr.		
  Common Stock			000	   A   (01)	   1789 	4	A 	\$.0000 			
		03/24/20		A		5	A     	\$.0000   			

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Reminder: Report on a separate line for each class securities owned directly or indirectly. \*If the form is filed by more than one reporting person, see Instruction 4(b)(v).

FORM 5 (continued) TABLE II - Derivative Securities Acquired, Disposed of, Beneficially (e.g., puts, calls, warrants, options, convertible security)

										_ , 
Derivative  Security  (Instr. 3)	sion or  Exercise  Price of  Deriva-	Trans  Date	saction Code (Instr.8)	Securitie	and  Expira  Date  (Mont)	e isable ation h/Day/ ar)	Securities   (Instr. 3 & 4) 			
 	 	   	 	      (A)			  Exp.  Date	Title	Amount or  Number of  Shares	 
Stock Opti  on (Righ  t to Buy)	ĺ	    03/24   2000			J 50000	1997 	2007 	 	     50000 	
Stock Opti  on (Righ  t to Buy)	1	    03/24   2000		        	30000			    Common Sto  ck 	     30000 	     
    Stock Opti  on (Righ  t to Buy)	1	    03/24   2000			60000			    Common Sto  ck 	     60000 	 
    Stock Opti  on (Righ  t to Buy) 	1	         	(01)       				  09/08   2008	    Common Sto  ck 	     180000   	       
										1

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Stock Op	ti  \$19.7200							Common Sto	45000	
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#### Explanation of Responses:

- (01) Cancellation of option in connection with grant of restricted stock. The shares of rever a period of three years, with one-half of the grant becoming vested on April g vested on April 1, 2003.
- (02) Such options are subject to forfeiture, after the date exercisable, under certain con

**Intentional misstatem	ents	or	omissio	ons of	f facts	constit	tute	Feder	al
Criminal Violations.	See	18	U.S.C.	1001	and 15	U.S.C.	78ff	(a).	

/s/Roger -----\*\*Signature of

Note: File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are required to respond unless the form displays a currently valid OMD Number

Gaston, Roger C.

Toys "R" Us, Inc.