

TOYS R US INC  
Form 4  
July 25, 2005

**FORM 4**

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

Check this box  
if no longer  
subject to  
Section 16.  
Form 4 or  
Form 5  
obligations  
may continue.  
See Instruction  
1(b).

**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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
EYLER JOHN H JR

(Last) (First) (Middle)

TOYS R US, INC., ONE  
GEOFFREY WAY

(Street)

WAYNE, NJ 07470-2030

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
TOYS R US INC [TOY]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/21/2005

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)

Chairman, President, CEO

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 Beneficial Ownership (Instr. 4)	
Common Stock	07/21/2005		D	511,756	D	\$ 26.75	0	D

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  
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number.**

SEC 1474  
(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (Right to Buy)	\$ 8.25	07/21/2005		D	400,000	10/01/2003	04/01/2013	Common Stock	400,000
Stock Option (Right to Buy)	\$ 11.6875	07/21/2005		D	1,000,000	07/17/2000	01/17/2010	Common Stock	1,000,000
Stock Option (Right to Buy)	\$ 15.53	07/21/2005		D	300,000	04/16/2001	10/16/2010	Common Stock	300,000
Stock Option (Right to Buy)	\$ 16.74	07/21/2005		D	200,000	10/01/2004	04/01/2014	Common Stock	200,000
Stock Option (Right to Buy)	\$ 20.41	07/21/2005		D	320,000	09/13/2002	03/13/2012	Common Stock	320,000
Stock Option (Right to Buy)	\$ 25.58	07/21/2005		D	400,000	10/06/2001	04/06/2011	Common Stock	400,000
Stock Option (Right to Buy)	\$ 28.13	07/21/2005		E	68,000	10/06/2001	04/06/2011	Common Stock	68,000
Stock Option (Right to Buy)	\$ 30.69	07/21/2005		E	68,000	10/06/2001	04/06/2011	Common Stock	68,000
Stock Option (Right to Buy)	\$ 33.25	07/21/2005		E	68,000	10/06/2001	04/06/2011	Common Stock	68,000
Stock Option	\$ 35.81	07/21/2005		E	68,000	10/06/2001	04/06/2011	Common Stock	68,000

(Right to  
Buy)

Stock

Option  
(Right to  
Buy)

\$ 38.36

07/21/2005

E

68,000

10/06/2001

04/06/2011

Common  
Stock

68,0

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
EYLER JOHN H JR TOYS R US, INC. ONE GEOFFREY WAY WAYNE, NJ 07470-2030	X		Chairman, President, CEO	

## Signatures

John H. Eyler,  
Jr. 07/25/2005

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, *see* Instruction 4(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) The reporting person received \$26.75 less the exercise price.

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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