

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 \*  
**NEWMAN ARTHUR B**

(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)

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 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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	07/21/2005		D		5,000	D	\$ 26.75
							37,789
Common Stock	07/21/2005		D		37,789	D	\$ 26.75
							0

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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SEC 1474  
(9-02)

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

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 of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (Right to Buy)	\$ 18.16	07/21/2005		D	30,000	06/10/2005 06/10/2012	Common Stock 30,000
Stock Option (Right to Buy)	\$ 20.34	07/21/2005		D	11,000	11/02/1999 11/02/2008	Common Stock 11,000
Stock Option (Right to Buy)	\$ 21.41	07/21/2005		D	30,000	06/10/2002 06/10/2009	Common Stock 30,000
Stock Option (Right to Buy)	\$ 30.56	07/21/2005		E	10,000	06/04/1998 06/04/2007	Common Stock 10,000
Stock Option (Right to Buy)	\$ 34.72	07/21/2005		E	11,000	11/03/1998 11/03/2007	Common Stock 11,000
Restricted Stock Units	\$ 0	07/21/2005		D	10,229	(2) (2)	Common Stock 10,229

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NEWMAN ARTHUR B TOYS R US, INC. ONE GEOFFREY WAY WAYNE, NJ 07470-2030	X			

## Signatures

Jon W. Kimmins,  
Attorney-in-fact

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.

(2) These units represent accumulated deferred fees for board service, and vest one year from the date of grant.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.