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GOLDSTEIN MICHAEL

Form 4

August 10, 2001

 Name and Address of Reporting Person Goldstein, Michael Toys R Us, Inc.

461 From Road

Paramus, NJ 07652-3526

- Issuer Name and Ticker or Trading Symbol Toys R Us, Inc. (TOY)
- 3. IRS or Social Security Number of Reporting Person (Voluntary)
- 4. Statement for Month/Year 7/2001
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - (X) Director () 10% Owner
 - () Officer (give title below) () Other (specify below)
- 7. Individual or Joint/Group Filing (Check Applicable Line)
 - (X) 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

Title of Security	Trans- action Date (Month/ Day/	 +	1. Securitie or Dispos	sed of		+ 5. Amou Secu Bene Owne End + Mont
Common Stock Common Stock Common Stock	07/10/2001 07/30/2001		-75062 -64518	D D	\$24.6888 \$22.8370	+ 52700 0

TABLE II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned

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1	1	I	1	1	I		•	nd Amount	1
1	1	1	1	1			of Unde	1 2	
1	Conver-	1	1	Number of			Securit	ies	
	sion or	1	1	Derivative	Date Exerci:	sable	+	+	+
	Exercise	1	1	Securities	and Expirat	ion Date	1	Amount	
	Price of	Transac-	Transac-	Acquired(A)	(Month/Day/	Year)	1	or	
Title of	Deriv-	tion Date	tion Code	e Disposed(D)-	++		+	Number	ΙP
Derivative	ative	(Month/	+	+	+Date Exer-	Expira-	1	of	D
Security	Security	Day/Year)	Code V	(A) (D)	cisable	tion Date	Title	Shares	S

Stock Option \$24.22 (Right to Buy) Stock Option \$25.73 09/08/2008 Common Stock 10/16/2010 Common

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(Right to Buy)
Stock Option \$26.25
(Right to Buy)

Stock 04/07/2009 Common Stock

Explanation of Responses:

SIGNATURE OF REPORTING PERSON /s/ Michael Goldstein

DATE 08/03/2001