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LIPSCHITZ LOUIS

Form 5

March 19, 2002

 Name and Address of Reporting Person Lipschitz, Louis

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
- 5. If Amendment, Date of Original (Month/Day/Year)
- 6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 - () Director () 10% Owner
 - (X) Officer (give title below) () Other (specify below)

Executive Vice President - Chief Financial Officer

- 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

1. Title of Security	12.	Trans- 3	. Trans-	4.	Securities	Acqui	ired (A)	15.	Amou
		action	action		or Dispose	d of	(D)		Secu
1		Date	Code						Bene
									Owne
1		(Month/							End
1		Day/		+	+-		·	+	Year
		Year)		Amo	unt A	./D	Price		
+				+	+-	+	·	+	
Common Stock								73	760

+----+

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

+	+	+	+	+	+		+		+-
1.	12.	13.	4.	15.	16.		 7.		8
	1	1		I					
1	1	1		1	1				
	1	1		1	1				
	1	1		1	1		Title a	nd Amount	
	1	1		1	1		of Unde	rlying	
	Conver-	1		Number of	1		Securit	ies	
	sion or	I		Derivative	Date Exerc	isable	+	+	+
	Exercise	I	1	Securities	and Expira	tion Date		Amount	
	Price of	Transac-	Transac-	Acquired(A)	(Month/Day	/Year)		or	
Title of				Disposed(D)				Number	P
Derivative				+		-		of	D
Security	Security	Day/Year)	1	(A) (D)	cisable	tion Date	Title	Shares	S
+	+	+	+	+	+	+	+	+	+-

Stock Options \$24.73 (Right to buy)

Common Stock

Common Stock

09/08/2008 Common Stock

2760

81963

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Stock Option (Right to Buy)	\$15.53				10/16/2010	Common Stock	
Stock Option	\$18.16				09/08/2008	Common	
(Right to Buy)						Stock	
Stock Option	\$19.72				04/07/2009	Common	
(Right to Buy)						Stock	
Stock Option	\$24.22				09/08/2008	Common	
(Right to Buy)						Stock	
Stock Option	\$25.58	04/06/2001 A	75000	10/06/2001	04/06/2011	Common	75000
(Right to Buy)							