

TOYS R US INC
Form 8-K
April 27, 2011

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): April 27, 2011

Toys R Us, Inc.

(Exact name of Registrant as Specified in Charter)

Delaware
(State or other Jurisdiction of
Incorporation or Organization)

1-11609
(Commission File Number)

22-3260693
(IRS Employer

Identification Number)

One Geoffrey Way, Wayne, New Jersey 07470

(Address of Principal Executive Offices, including Zip Code)

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(973) 617-3500

(Registrant's telephone number, including area code)

Not Applicable

(Former name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

ITEM 7.01 REGULATION FD DISCLOSURE

On April 27, 2011, Toys R Us, Inc. (the Company) provided audited consolidated financial statements for its wholly-owned subsidiary Toys R Us-Delaware, Inc. (Toys-Delaware) (the Toys-Delaware Consolidated Financial Statements) to the administrative agents under certain credit agreements and indentures. The Toys-Delaware Consolidated Financial Statements include:

Consolidated Statements of Operations for fiscal years ended January 29, 2011, January 30, 2010 and January 31, 2009;

Consolidated Balance Sheets as of January 29, 2011 and January 30, 2010;

Consolidated Statements of Cash Flows for fiscal years ended January 29, 2011, January 30, 2010 and January 31, 2009;

Consolidated Statements of Stockholder's Equity for fiscal years ended January 29, 2011, January 30, 2010 and January 31, 2009;

Notes to the Consolidated Financial Statements; and

Management's Discussion and Analysis of Financial Condition and Results of Operations.

A copy of the Toys-Delaware Consolidated Financial Statements is attached as Exhibit 99.1 to this report and is incorporated herein by reference into this Item 7.01.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

(d) Exhibits

99.1 Toys-Delaware Consolidated Financial Statements

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Toys R Us, Inc.
(Registrant)

Date: April 27, 2011

By: /s/ F. Clay Creasey, Jr.
Name: **F. Clay Creasey, Jr.**
Title: **Executive Vice President Chief Financial Officer**

Exhibit Index

Exhibit No. Description

99.1 Toys-Delaware Consolidated Financial Statements.