

Edgar Filing: TOYS R US INC - Form 8-K

TOYS R US INC  
Form 8-K  
April 08, 2003

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

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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 8, 2003  
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TOYS "R" US, INC.

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(Exact name of registrant as specified in its charter)

Delaware	1-11609	22-3260693
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification Number)
461 From Road, Paramus, New Jersey		07652
----- (Address of Principal Executive Offices)		----- (Zip Code)
Registrant's Telephone Number, including area code		(201) 262-7800 -----

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(Former name or former address, if changed since last report)

Item 5. Other Events

Toys "R" Us, Inc. (the "Company") has heretofore filed with the Securities and Exchange Commission a Prospectus dated April 2, 2003 and a Prospectus Supplement dated April 2, 2003 (Registration No. 333-103983) relating to the public offering of \$400,000,000 aggregate principal amount of its 7.875% Notes Due 2013 (the "Notes"). On April 8, 2003, the Company completed the sale of the Notes to the underwriters named in the Terms Agreement referred to below and received net proceeds of approximately \$390 million. The Notes are a newly created series of debt securities issued under the Indenture, dated as of May 28, 2002, between the Company and The Bank of New York, as trustee. The purpose of this

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Current Report on Form 8-K is to file with the Commission the Underwriting Agreement dated April 2, 2003, between the Company and the representatives of the underwriters, the Terms Agreement dated April 2, 2003, between the Company and the underwriters named therein and the form of 7.875% Note Due 2013.

Item 7. Financial Statements, Pro Forma Financial Information and Exhibits

(c) Exhibits

1.1(a) Underwriting Agreement dated April 2, 2003.  
1.1(b) Terms Agreement dated April 2, 2003.  
4.2 Form of 7.875% Note Due 2013.

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### SIGNATURES

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

TOYS "R" US, INC.

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(Registrant)

DATE April 8, 2003

BY /s/ Louis Lipschitz

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Louis Lipschitz  
Executive Vice President - Chief  
Financial Officer

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### EXHIBIT INDEX

Exhibit No.	Description
1.1(a)	Underwriting Agreement dated April 2, 2003.
1.1(b)	Terms Agreement dated April 2, 2003.
4.2	Form of 7.875% Note Due 2013.

