

TOYS R US INC  
Form 8-K  
June 02, 2008

**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): June 2, 2008 (May 31, 2008)**

**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 DISCLOSURES**

On May 31, 2008, Toys R Us-Delaware, Inc. ( Toys Delaware ), a subsidiary of Toys R Us, Inc., provided consolidated financial statements of Toys Delaware and its subsidiaries as of and for the fiscal years ended February 2, 2008 and February 3, 2007, prepared in conformity with accounting principles generally accepted in the United States of America ( GAAP ) (the Toys Delaware GAAP Financial Statements ) to the administrative agents under certain credit agreements. The Toys Delaware GAAP Financial Statements were restated for the fiscal year ended February 3, 2007. A copy of the Toys Delaware GAAP Financial Statements is attached as Exhibit 99.1 to this report and is incorporated herein by reference in this Item 7.01.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits

99.1 Consolidated Financial Statements of Toys R Us-Delaware, Inc. and subsidiaries for the fiscal years ended February 2, 2008 and February 3, 2007.

**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: June 2, 2008

By: /s/ F. Clay Creasey, Jr.

Name: F. Clay Creasey, Jr.

Title: Executive Vice President - Chief Financial Officer

**Exhibit Index**

<b>Exhibit No.</b>	<b>Description</b>
99.1	Consolidated Financial Statements of Toys R Us- Delaware, Inc. and subsidiaries for the fiscal years ended February 2, 2008 and February 3, 2007.