

MATTHEWS NORMAN S

Form 5

March 19, 2002

1. Name and Address of Reporting Person
 Matthews, Norman S.
 Toys R Us, Inc.
 461 From Road
 Paramus, NJ 07652-3526
2. 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
 2002
5. If Amendment, Date of Original (Month/Day/Year)
6. Relationship of Reporting Person(s) to Issuer (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
7. Individual or Joint/Group Filing (Check Applicable Line)
 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 | 2. Trans- action Date (Month/ Day/ Year) | 3. Trans- action Code | 4. Securities Acquired (A) or Disposed of (D) | | | 5. Amou Secu Bene Owne End Year |
|----------------------|---|-----------------------------|--|-----|-----------|--|
| | | | Amount | A/D | Price | |
| Common Stock | 02/02/2002 | A | 3863 | A | \$23.5585 | 22405 |