

TOYS R US INC  
Form 8-K  
September 30, 2016

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

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934  
Date of Report (Date of earliest event reported): September 29, 2016

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Toys "R" Us, Inc.

(Exact Name of Registrant as Specified in Charter)

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Delaware                                      1-11609                                      22-3260693  
(State or other Jurisdiction of                                      (Commission File Number)                                      (IRS Employer  
Incorporation or Organization)                                      Identification Number)

One Geoffrey Way, Wayne, New Jersey 07470  
(Address of Principal Executive Offices, including Zip Code)

(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 1.02 TERMINATION OF A MATERIAL DEFINITIVE AGREEMENT

As previously disclosed in a Current Report on Form 8-K dated August 30, 2016, Toys “R” Us, Inc. (the “Company”) issued a conditional notice of redemption (the “Redemption Notice”) to the holders of the Company’s 10.375% Senior Notes due 2017 (the “2017 Notes”), notifying those holders of the redemption of all outstanding 2017 Notes on September 29, 2016, subject to the satisfaction of the conditions precedent stated in the Redemption Notice. On September 29, 2016, all conditions precedent stated in the Redemption Notice were satisfied. Accordingly, all outstanding 2017 Notes have been redeemed, and the indenture relating to the 2017 Notes has been satisfied and discharged in accordance with its terms.

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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: September 30, 2016 By: */s/*  
Michael  
J. Short  
Name: Michael  
J. Short  
Executive  
Vice  
Title: President  
- Chief  
Financial  
Officer