

JAKKS PACIFIC INC

Form 3

September 21, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â Pine River Capital  
Management L.P.

(Last) (First) (Middle)

601 CARLSON  
PARKWAY,Â 7TH FLOOR

(Street)

MINNETONKA,Â MNÂ 55305

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
04/27/2016

3. Issuer Name and Ticker or Trading Symbol  
JAKKS PACIFIC INC [JAKK]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_ 10% Owner  
\_\_\_\_ Officer \_\_\_\_ Other  
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_\_ Form filed by One Reporting Person  
\_X\_ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)

Date Expiration  
Exercisable Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title Amount or  
Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

				Shares		or Indirect (I) (Instr. 5)	
4.875% Convertible Senior Notes due 2020	Â (1)	06/01/2020	Common Stock	300,908	\$ (1)	I	See footnotes 2, 3 (2) (3)
4.25% Convertible Senior Notes due 2018	Â (4)	08/01/2018	Common Stock	1,983,131	\$ (4)	I	See footnotes 2, 3 (2) (3)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Pine River Capital Management L.P. 601 CARLSON PARKWAY 7TH FLOOR MINNETONKA, MN 55305	Â	Â X	Â	Â
Pine River MASTER FUND LTD. C/O PINE RIVER CAPITAL MANAGEMENT L.P. 601 CARLSON PARKWAY, 7TH FLOOR MINNETONKA, MN 55305	Â	Â X	Â	Â
TAYLOR BRIAN C/O PINE RIVER CAPITAL MANAGEMENT 601 CARLSON PARKWAY, 7TH FLOOR MINNETONKA, MN 55305	Â	Â X	Â	Â

## Signatures

Pine River Capital Management L.P., By: Pine River Capital Management LLC, General Partner, By: Brian Taylor, Managing Member	09/21/2016
__Signature of Reporting Person	Date
Pine River Capital Management LLC, By: Brian Taylor, Managing Member	09/21/2016
__Signature of Reporting Person	Date
Pine River Master Fund Ltd., By: Brian Taylor, Director	09/21/2016
__Signature of Reporting Person	Date
Brian Taylor	09/21/2016
__Signature of Reporting Person	Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

(1) The 4.875% Convertible Senior Notes due 2020 are convertible into shares of the issuer's common stock at any time, at an initial conversion rate of 103.7613 shares of common stock per \$1,000 principal amount of notes, equivalent to an initial conversion price of approximately \$9.64 per share of common stock, subject to adjustment in certain events.

(2) These securities are held directly by Pine River Master Fund Ltd. (the "Master Fund"), for which Pine River Capital Management L.P. (the "Partnership") is the Investment Manager. Mr. Taylor is the sole member of Pine River Capital Management LLC, the general partner of the Partnership.

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- Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, other than to the extent of his or its
- (3) pecuniary interest therein, and this report shall not be deemed an admission that such Reporting Person is the beneficial owner of such securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purpose.

- The 4.25% Convertible Senior Notes due 2018 are convertible into shares of the issuer's common stock at any time, at an initial
- (4) conversion rate of 114.3674 shares of common stock per \$1,000 principal amount of notes, equivalent to an initial conversion price of approximately \$8.74 per share of common stock, subject to adjustment in certain events.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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