SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Pine River Capital Management L.P.</u>		2. Date of Event Requiring Statement (Month/Day/Year) 04/27/2016		3. Issuer Name and Ticker or Trading Symbol <u>JAKKS PACIFIC INC</u> [JAKK]					
(Last) (First) (Middle) 601 CARLSON PARKWAY 7TH FLOOR				4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner Officer (give title Other (specify			5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street) MINNETONKA MN 55305				below) below)		Appli	6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person		
(City) (State)	(Zip)								
Table I - Non-Derivative Securities Beneficially Owned									
1. Title of Security (Instr. 4)				2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownershi Form: Direc or Indirect ((Instr. 5)	t (D) (Instr.		Beneficial Ownership	
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)		3. Title and Amount of Securiti Underlying Derivative Security			5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)		
4.875% Convertible Senior No	tes due 2020	(1)	06/01/2020	Common Stock	300,908	(1)	I	See footnotes 2, 3 ⁽²⁾	
4.25% Convertible Senior Note	es due 2018	(4)	08/01/2018	Common Stock	1,983,131	(4)	I	See footnotes 2, 3 ⁽²⁾	
1. Name and Address of Reporting F Pine River Capital Mana (Last) (First) 601 CARLSON PARKWAY 7TH FLOOR (Street) MINNETONKA MN			_						
(City) (State)	(Zip)		-						
1. Name and Address of Reporting Person* <u>Pine River MASTER FUND LTD.</u>									
(Last)(First)(Middle)C/O PINE RIVER CAPITAL MANAGEMENT L.P.601 CARLSON PARKWAY, 7TH FLOOR									
(Street) MINNETONKA MN	55305		_						
(City) (State) (Zip)									
1. Name and Address of Reporting P TAYLOR BRIAN	Person*		_						
(Last) (First) C/O PINE RIVER CAPITAL I 601 CARLSON PARKWAY, 7		,							
(Street)									

MINNETONKA		MN	55305	
	(City)	(State)	(Zip)	

Explanation of Responses:

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.

3. Each of the Reporting Persons disclaims beneficial ownership of the securities reported herein, other than to the extent of his or its 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.

4. The 4.25% Convertible Senior Notes due 2018 are convertible into shares of the issuer's common stock at any time, at an initial 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.

<u>Manage</u> <u>River C</u> <u>LLC, G</u>	<u>ver Capital</u> <u>ment L.P., By: Pine</u> <u>apital Management</u> <u>eneral Partner, By:</u> <u>aylor, Managing</u>	<u>09/21/2016</u>
<u>Member</u> Pine Riv	<u>.</u> zer Capital	
<u>Manage</u>	<u>ment LLC, By: Brian</u> <u>Managing Member</u>	<u>09/21/2016</u>
	<u>ver Master Fund Ltd.,</u> an Taylor, Director	<u>09/21/2016</u>
<u>Brian Ta</u>	<u>aylor</u>	<u>09/21/2016</u>
** Signatı	ure of Reporting Person	Date

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

* 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).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.