

**SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

**SCHEDULE 13D**  
**Under the Securities Exchange Act of 1934**  
**(Amendment No. 3)\***

**JAKKS PACIFIC, INC.**  
(Name of Issuer)

**Common Stock, \$0.001 par value per share**  
(Title of Class of Securities)

**47012E403**  
(CUSIP Number)

**Alexander H. McMillan**  
**Chief Compliance Officer**  
**Benefit Street Partners L.L.C.**  
**9 West 57<sup>th</sup> Street, Suite 4920**  
**New York, NY 10019**  
**(212) 588-6700**

*with copies to:*  
**Robert G. Minion, Esq.**  
**Lowenstein Sandler LLP**  
**1251 Avenue of the Americas**  
**New York, New York 10020**  
**(646) 414-6930**

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**December 15, 2021**  
(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §240.13d-1(e), §240.13d-1(f) or §240.13d-1(g), check the following box.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of section 18 of the Securities Exchange Act of 1934, as amended ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

1. Names of reporting persons

**Benefit Street Partners L.L.C.**

2. Check the appropriate box if a member of a group (see instructions)

(a)  (b) 

3. SEC Use Only

4. Source of funds (see instructions)

**WC**

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization **Delaware**

Number of shares beneficially owned by each reporting person with	7. Sole voting power	<b>0</b>
	8. Shared voting power	<b>1,476,523*</b>
	9. Sole dispositive power	<b>0</b>
	10. Shared dispositive power	<b>1,476,523*</b>

11. Aggregate amount beneficially owned by each reporting person **1,476,523\***

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11) **15.5%\***14. Type of reporting person (see instructions) **IA**

\*Beneficial ownership percentage is based upon 9,503,535 shares of common stock, \$0.001 par value per share ("Common Stock"), of JAKKS Pacific, Inc., a Delaware corporation (the "Issuer"), issued and outstanding as of November 9, 2021, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2021 filed with the Securities and Exchange Commission on November 12, 2021. Benefit Street Partners L.L.C. ("BSP") is a registered investment adviser under Section 203 of the Investment Advisers Act of 1940, as amended. BSP, either directly or through one or more affiliated entities, serves as the investment adviser to funds and accounts managed by it (the "BSP Funds"). Thomas J. Gahan controls BSP in his role as Chief Executive Officer of BSP's sole managing member. As of the filing date of this Schedule 13D Amendment No. 3 (the "Filing Date"), the BSP Funds collectively held 1,476,523 shares of Common Stock of the Issuer. As a result, as of the Filing Date, for purposes of Rule 13d-3 promulgated under the Act, each of Mr. Gahan and BSP may be deemed to share beneficial ownership of the 1,476,523 shares of Common Stock held in the aggregate by the BSP Funds, or approximately 15.5% of the shares of Common Stock of the Issuer deemed issued and outstanding as of such date.

1. Names of reporting persons

**Thomas J. Gahan**

2. Check the appropriate box if a member of a group (see instructions)

(a)  (b) 

3. SEC Use Only

4. Source of funds (see instructions)

**OO**

5. Check if disclosure of legal proceedings is required pursuant to Items 2(d) or 2(e)

6. Citizenship or place of organization **United States**

Number of shares beneficially owned by each reporting person with	7. Sole voting power	<b>0</b>
	8. Shared voting power	<b>1,476,523*</b>
	9. Sole dispositive power	<b>0</b>
	10. Shared dispositive power	<b>1,476,523*</b>

11. Aggregate amount beneficially owned by each reporting person **1,476,523\***

12. Check if the aggregate amount in Row (11) excludes certain shares (see instructions)

13. Percent of class represented by amount in Row (11) **15.5%\***14. Type of reporting person (see instructions) **IN**

\*Beneficial ownership percentage is based upon 9,503,535 shares of common stock, \$0.001 par value per share ("Common Stock"), of JAKKS Pacific, Inc., a Delaware corporation (the "Issuer"), issued and outstanding as of November 9, 2021, as reported in the Issuer's Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2021 filed with the Securities and Exchange Commission on November 12, 2021. Benefit Street Partners L.L.C. ("BSP") is a registered investment adviser under Section 203 of the Investment Advisers Act of 1940, as amended. BSP, either directly or through one or more affiliated entities, serves as the investment adviser to funds and accounts managed by it (the "BSP Funds"). Thomas J. Gahan controls BSP in his role as Chief Executive Officer of BSP's sole managing member. As of the filing date of this Schedule 13D Amendment No. 3 (the "Filing Date"), the BSP Funds collectively held 1,476,523 shares of Common Stock of the Issuer. As a result, as of the Filing Date, for purposes of Rule 13d-3 promulgated under the Act, each of Mr. Gahan and BSP may be deemed to share beneficial ownership of the 1,476,523 shares of Common Stock held in the aggregate by the BSP Funds, or approximately 15.5% of the shares of Common Stock of the Issuer deemed issued and outstanding as of such date.

## AMENDMENT NO. 3 TO SCHEDULE 13D

This statement constitutes Amendment No. 3 to the Schedule 13D filed with the Securities and Exchange Commission by the Reporting Persons on August 2, 2021, as amended by Amendment No. 1 thereto filed on September 30, 2021 and Amendment No. 2 thereto filed on December 20, 2021 (as so amended, the “Schedule 13D”) relating to the common stock, \$0.001 par value per share (the “Common Stock”), issued by JAKKS Pacific, Inc., a Delaware corporation (the “Issuer”), and hereby amends the Schedule 13D as set forth herein. Capitalized terms used but not otherwise defined herein have the respective meanings ascribed to such terms in the Schedule 13D. This Schedule 13D Amendment No. 3 is being filed to correct an inadvertent error to the per share pricing information as previously reported in Item 5 with respect to the securities purchased pursuant to the Purchase Agreement (as defined in Item 5 of this Schedule 13D Amendment No. 3), and to file as Exhibit 5 hereto a copy of Amendment No. 1 to the Purchase Agreement which was entered into between the parties to confirm a corresponding correction to the per share price as set forth in the Purchase Agreement as intended by and agreed to by the parties.

### Item 5. Interest in Securities of the Issuer.

Item 5 of the Schedule 13D is hereby amended and restated in its entirety to read as follows:

The aggregate percentage of Common Stock reported in this Item 5 and set forth in Row 13 of the cover pages filed herewith is calculated based upon 9,503,535 shares of Common Stock outstanding as of November 9, 2021, as reported in the Issuer’s Quarterly Report on Form 10-Q for the quarterly period ended September 30, 2021 filed with the Securities and Exchange Commission on November 12, 2021. BSP is a registered investment adviser under Section 203 of the Investment Advisers Act of 1940, as amended. BSP, either directly or through one or more affiliated entities, serves as the investment adviser to the BSP Funds. Thomas J. Gahan controls BSP in his role as Chief Executive Officer of BSP’s sole managing member. As of the filing date of this Schedule 13D Amendment No. 3 (the “Filing Date”), after giving effect to the purchase of Common Stock acquired pursuant to the Purchase Agreement (as defined and described below), the BSP Funds collectively held 1,476,523 shares of Common Stock of the Issuer. As a result, as of the Filing Date, for purposes of Rule 13d-3 promulgated under the Act, each of Mr. Gahan and BSP may be deemed to share beneficial ownership (with shared voting power and shared dispositive power) with respect to the 1,476,523 shares of Common Stock held in the aggregate by the BSP Funds, or approximately 15.5% of the shares of Common Stock of the Issuer deemed issued and outstanding as of such date.

BSP, in its capacity as investment adviser to the BSP Funds, entered into a privately negotiated Securities Purchase and Sale Agreement, dated December 15, 2021, with an unrelated third party, as amended by Amendment No. 1 to Securities Purchase and Sale Agreement, dated December 20, 2021 (together, the “Purchase Agreement”), whereby BSP, on behalf of the BSP Funds, purchased from the third party (i) 119,884 shares of Common Stock, at a purchase price of \$10.70 per share, and (ii) 40,965 shares of the Issuer’s non-convertible Series A Senior Preferred Stock (the “Preferred Stock”), at a purchase price of \$87.9824953 per share. The total purchase price paid by BSP for the shares of Common Stock and Preferred Stock purchased pursuant to the Purchase Agreement was \$4,886,961.72 in the aggregate.

Other than the purchase of Common Stock pursuant to the Purchase Agreement as described above, during the past 60 days there were no transactions in shares of Common Stock, or securities convertible into, exercisable for or exchangeable for shares of Common Stock, by the Reporting Persons or any person or entity controlled by them or any person or entity for which they possess voting or investment control over the securities thereof.

### Item 7. Material to be Filed as Exhibits.

<b>Exhibit</b>	<b>Description</b>
5.	Amendment No. 1, dated as of December 20, 2021, to Securities Purchase and Sale Agreement, dated as of December 15, 2021.

## SIGNATURES

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Date: January 7, 2022

BENEFIT STREET PARTNERS, L.L.C.

By: /s/ Alexander McMillan  
Name: Alexander McMillan  
Title: Authorized Signatory

/s/ Thomas J. Gahan  
Name: Thomas J. Gahan

**AMENDMENT NO. 1  
TO  
SECURITIES PURCHASE AND SALE AGREEMENT**

This Amendment No. 1 (this "Amendment") to the Securities Purchase and Sale Agreement, dated as of December 15, 2021 (the "Purchase Agreement"), is made as of December 20, 2021, by and between Benefit Street Partners, LLC, having executive offices located at 9 West 57th Street, Suite 4920, New York, NY 10019 (the "Buyer"), and UBS O'Connor LLC, having executive offices located at One North Wacker Drive, 32nd Floor, Chicago, IL 60606 (the "Seller" and together with the Buyer, the "Parties"). Capitalized terms used herein and not otherwise defined herein have the meanings given to such terms in the Purchase Agreement.

WHEREAS, the Purchase Agreement set forth on Schedule I thereto the purported allocation of the Purchase Price with respect to the Transaction Securities, including the Parties agreement that the Purchase Price for the shares of the JAKKS Pacific, Inc.'s Common Stock, par value \$0.001 per share (the "Common Stock"), be \$10.70 per share;

WHEREAS, the Schedule I to the Purchase Agreement contained an inadvertent error with respect to the allocation of the Purchase Price, incorrectly listing the allocation of the Purchase Price as \$10.53 per share of Common Stock; and

WHEREAS, the Parties desire to amend Schedule I to the Purchase Agreement to correct the allocation of the Purchase Price as set forth herein.

NOW, THEREFORE, for good and valuable consideration, the receipt and sufficiency of which are hereby acknowledged, the Parties hereto, intending to be legally bound, hereby agree as follows:

1. Amendment of Schedule I to the Purchase Agreement. Schedule I to the Purchase Agreement is hereby deleted and replaced in its entirety by Exhibit A attached hereto.

2. No Other Changes to the Purchase Agreement. All other terms and provisions of the Purchase Agreement shall remain in full force and effect and shall not be altered by any provisions contained herein.

3. Counterparts; Electronic Execution. This Amendment may be executed in two or more counterparts, each of which if so executed shall be deemed an original, and all of which together shall constitute one and the same Amendment, notwithstanding that each party has not executed the same counterpart. A facsimile or electronic copy of this Amendment showing the signatures of each of the parties, or, when taken together, multiple facsimile or electronic copies of this Amendment showing the signatures of each of the parties, respectively, where such signatures do not appear on the same copy, shall constitute an original copy of this Amendment requiring no further execution.

4. Entire Agreement. This Amendment and the Purchase Agreement as amended hereby constitute the entire agreement of the Parties with respect to the subject matter hereof.

[Signature Page Follows]

IN WITNESS WHEREOF, the Parties hereto have duly executed this Amendment as of the date and year first above written.

**Nineteen77 Global Multi-Strategy Alpha Master Limited**  
**By its investment manager UBS O'CONNOR LLC**

By: /s/ Connor Burke / /s/ James DelMedico

Name: Connor Burke / James DelMedico

Title: Director / Executive Director

**BENEFIT STREET PARTNERS, LLC**  
**On behalf of its Affiliated Funds**

By: /s/ Mike Frick

Name: Mike Frick

Title: Authorized Signer

**Schedule I**

**Transaction Securities, Buyer Funds, and Purchase Price**

<b>Class of Transactions Security</b>	<b>Quantity Purchased</b>	<b>Price Per Share/Unit</b>	<b>Total Purchase Price</b>
JAKKS Common Stock, par value \$0.001 per share	119,884 shares	\$10.70 per share	\$1,282,758.80
JAKKS Series A Senior Preferred Stock, par value \$0.001 per share	40,965 shares	\$87.9824953 per share	\$3,604,202.92
		<b>Total Purchase Price</b>	<b>\$4,886,961.72</b>