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# FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| no longer subject to |
|----------------------|
| 4 or Form 5          |
| ontinue. See         |
|                      |
|                      |

### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| OMB APPROVAL           |           |  |  |  |  |  |  |  |  |
|------------------------|-----------|--|--|--|--|--|--|--|--|
| OMB Number:            | 3235-0287 |  |  |  |  |  |  |  |  |
| Estimated average burd | en        |  |  |  |  |  |  |  |  |

| hours per response:      | 0.5 |
|--------------------------|-----|
| Estimated average burden |     |

| SKALA MURRAY L         (Last)       (First)         (Middle)         845 THIRD AVENUE, |       | 2. Issuer Name and Ticker or Trading Symbol<br><u>JAKKS PACIFIC INC</u> [ JAKK ] |  | 5. Relationship of Reporting Person(s) to I:<br>(Check all applicable)<br>X Director 10% 0 |                       |  |  |
|--|-------|--|--|--|-----------------------|--|--|
|  |       | 3. Date of Earliest Transaction (Month/Day/Year)<br>01/01/2018                   |  | Officer (give title below)   | Other (specify below) |  |  |
| 11TH FLOOR<br>(Street)<br>NEW YORK NY  | 10022 | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         | 6. Individual or Joint/Group Filing (Check Applica<br>Line)<br>X Form filed by One Reporting Person<br>Form filed by More than One Reporting<br>Person |  |                       |  |  |
| (City) (State)   | (Zip) |  |  |  |                       |  |  |

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities A<br>Disposed Of ( |               |                               | 5. Amount of<br>Securities<br>Beneficially<br>Owned Following<br>Reported | Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|----------------------------------|---------------|-------------------------------|---|---|---|
|                                 |  |   | Code                        | v | Amount                           | (A) or<br>(D) | Price                         | Transaction(s)<br>(Instr. 3 and 4)  |   | (1130.4)  |
| Common Stock                    | 01/01/2018                                 |   | Α                           |   | 41,580 <sup>(1)</sup>            | Α             | <b>\$2.405</b> <sup>(2)</sup> | 156,545 <sup>(3)</sup>  | D   |   |

#### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

|   | *   |  |   |                              |   | -  |  |  |                    | -  |  |   |  |   |  |                                  |  |
|---|---|--|---|------------------------------|---|--|--|--|--------------------|--|--|---|--|---|--|----------------------------------|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of Expiral<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4<br>and 5)<br>Date |  | of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3, 4 |                    | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |  | and 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |  | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | Ownership<br>Form:<br>Direct (D) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v |  |  | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of<br>Shares |   |  |   |  |                                  |  |

Explanation of Responses:

1. Issued under the Company's 2002 Stock Award and Incentive Plan. In accordance with such Plan, the shares so issued will vest on, and may not be sold, mortgaged, pledged, transferred or otherwise encumbered prior to, January 1, 2019.

2. Represents the average closing price of the Company's common stock for the ten trading days preceding the date of grant, as reported by NASDAQ.

3. Certain of these shares may be restricted from transfer pursuant to the minimum stock ownership provisions adopted by the Company's Board of Directors.

# <u>/s/ Murray L. Skala</u>

\*\* Signature of Reporting Person

<u>01/03/2018</u> Date

\*\* Signature of Reporting Person

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

 $^{\ast}$  If the form is filed by more than one reporting person, see Instruction 4 (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.