

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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Pine River Capital Management L.P.		(Month/Day/Year)	JAKKS PACIFIC INC [JAKK]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
601 CARLSON PARKWAY,Â 7TH FLOOR			(Check all applicable)	
(Street)			<input type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
MINNETONKA,Â MNÂ 55305			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
(City)	(State)	(Zip)	(give title below) (specify below)	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input type="checkbox"/> Form filed by One Reporting Person	
			<input checked="" type="checkbox"/> 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)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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 control number.

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 Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

				Shares		or Indirect (1) (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	**Signature of Reporting Person	09/21/2016	Date
Pine River Capital Management LLC, By: Brian Taylor, Managing Member	**Signature of Reporting Person	09/21/2016	Date
Pine River Master Fund Ltd., By: Brian Taylor, Director	**Signature of Reporting Person	09/21/2016	Date
Brian Taylor	**Signature of Reporting Person	09/21/2016	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 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.
- (3)

- 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.
- (4)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.