

JAKKS PACIFIC INC
Form 4
September 01, 2015

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
SOON-SHIONG PATRICK

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

9922 JEFFERSON BOULEVARD

3. Date of Earliest Transaction (Month/Day/Year)
08/28/2015

____ Director 10% Owner
____ Officer (give title below) ____ Other (specify below)

(Street)

CULVER CITY, CA 90232

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

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

(City) (State) (Zip)

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect or Beneficial Ownership (Instr. 4) | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---------------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | |
| Common Stock | 08/28/2015 | | S | | 53,763 | D | \$ 9.39 <u>(1)</u> | Through California Capital <u>(2)</u> |
| Common Stock | 08/31/2015 | | S | | 13,132 | D | \$ 9.75 <u>(1)</u> | Through California Capital <u>(2)</u> |
| Common Stock | | | | | | | 239,622 | D |

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

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SEC 1474 (9-02)

displays a currently valid OMB control number.

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

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Warrant | \$ 16.2823 | | | | | 09/12/2012 09/12/2017 | Common Stock | 1,500,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| SOON-SHIONG PATRICK 9922 JEFFERSON BOULEVARD CULVER CITY, CA 90232 | | X | | |
| California Capital Z, LLC 9922 JEFFERSON BOULEVARD CULVER CITY, CA 90232 | | X | | |

Signatures

/s/ Patrick Soon-Shiong
 **Signature of Reporting Person
 09/01/2015
 Date

/s/ Charles Kenworthy, Manager of California Capital Z, LLC
 **Signature of Reporting Person
 09/01/2015
 Date

Explanation of Responses:

- * 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).
- (1) These shares of common stock were sold on the open market. The price reported in Column 4 is a weighted average sale price. Each of Dr. Patrick Soon-Shiong and California Capital Z, LLC ("California Capital") undertakes to provide to JAKKS Pacific, Inc. (the "Company"), any securityholder of the Company, or the staff of the Securities and Exchange Commission, upon request, full

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information regarding the price at which these shares were sold.

- (2) Dr. Soon-Shiong is the sole member of California Capital.
- (3) California Capital Equity, LLC is the sole member of NantWorks LLC. Dr. Soon-Shiong is the sole member of California Capital Equity, LLC.

Remarks:

For the avoidance of doubt, the disclosure of any securities in this Form 4 shall not be construed as an admission of beneficial Securities Exchange Act of 1934, as amended, of any such securities.

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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