

JAKKS PACIFIC INC
Form SC 13G
July 10, 2014

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No.)*

JAKKS Pacific, Inc.

(Name of Issuer)

Common stock, par value \$0.001 per share

(Title of Class of Securities)

47012E106

(CUSIP Number)

June 30, 2014

(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
- Rule 13d-1(c)
- Rule 13d-1(d)

* 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 the disclosures provided in a prior cover page.

The information required in 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 ("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).

CUSIP No.: 47012E106

1 NAME OF REPORTING PERSON
Wolverine Asset Management, LLC

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Illinois

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

6 SHARED VOTING POWER
2,606,206

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER
2,606,206

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,606,206

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
10.1%* (see Item 4)

12 TYPE OF REPORTING PERSON
IA

* Percentage calculated by dividing 2,606,206 (the number of shares of common stock receivable upon conversion of convertible notes of the Issuer) by the sum of (i) 23,277,563 (the number of shares of Common Stock outstanding as of May 12, 2014, as reported in the Issuer's most recent Form 10-Q filed on May 13, 2014) and (ii) 2,606,206 (the number of shares of Common Stock receivable by upon conversion of convertible notes of the Issuer).

CUSIP No.: 47012E106

1 NAME OF REPORTING PERSON
Wolverine Holdings, L.P.

1 I.R.S. IDENTIFICATION NO. OF
ABOVE PERSON (ENTITIES
ONLY)

2 CHECK THE APPROPRIATE BOX
IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF
ORGANIZATION
Illinois

NUMBER OF 5 SOLE VOTING POWER
SHARES
BENEFICIALLY 6 SHARED VOTING POWER
OWNED 2,622,006
BY EACH 7 SOLE DISPOSITIVE POWER
REPORTING 8 SHARED DISPOSITIVE POWER
PERSON WITH 2,622,006
9 AGGREGATE AMOUNT
BENEFICIALLY OWNED BY EACH
REPORTING PERSON
2,622,006

10 CHECK BOX IF THE AGGREGATE
AMOUNT IN ROW (9) EXCLUDES
CERTAIN SHARES

11 PERCENT OF CLASS
REPRESENTED BY AMOUNT IN
ROW (9)
10.1%* (see Item 4)

12 TYPE OF REPORTING PERSON
HC

* Percentage calculated by dividing 2,622,006 shares by the sum of (i) 23,277,563 (the number of shares of Common Stock outstanding as of May 12, 2014, as reported in the Issuer's most recent Form 10-Q filed on May 13, 2014) and (ii) 2,606,206 (the number of shares of Common Stock receivable by upon conversion of convertible notes of the Issuer).

CUSIP No.: 47012E106

NAME OF REPORTING PERSON
Wolverine Trading Partners, Inc.

1 I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION
Illinois

NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH

5 SOLE VOTING POWER

6 SHARED VOTING POWER
2,622,006

7 SOLE DISPOSITIVE POWER

8 SHARED DISPOSITIVE POWER
2,622,006

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
2,622,006

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)
10.1%* (see Item 4)

12 TYPE OF REPORTING PERSON
CO/HC

* Percentage calculated by dividing 2,622,006 shares by the sum of (i) 23,277,563 (the number of shares of Common Stock outstanding as of May 12, 2014, as reported in the Issuer's most recent Form 10-Q filed on May 13, 2014) and (ii) 2,606,206 (the number of shares of Common Stock receivable by upon conversion of convertible notes of the Issuer).

CUSIP No.: 47012E106

	NAME OF REPORTING PERSON Christopher L. Gust
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION US Citizen
5	SOLE VOTING POWER
6	SHARED VOTING POWER 2,622,006
7	SOLE DISPOSITIVE POWER
8	SHARED DISPOSITIVE POWER 2,622,006
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,622,006
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="radio"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.1%* (see Item 4)
12	TYPE OF REPORTING PERSON IN/HC

* Percentage calculated by dividing 2,622,006 shares by the sum of (i) 23,277,563 (the number of shares of Common Stock outstanding as of May 12, 2014, as reported in the Issuer's most recent Form 10-Q filed on May 13, 2014) and (ii) 2,606,206 (the number of shares of Common Stock receivable by upon conversion of convertible notes of the Issuer).

CUSIP No.: 47012E106

	NAME OF REPORTING PERSON Robert R. Bellick
1	I.R.S. IDENTIFICATION NO. OF ABOVE PERSON (ENTITIES ONLY)
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) <input type="radio"/> (b) <input type="radio"/>
3	SEC USE ONLY
4	CITIZENSHIP OR PLACE OF ORGANIZATION US Citizen
5	SOLE VOTING POWER
6	SHARED VOTING POWER 2,622,006
7	SOLE DISPOSITIVE POWER
8	SHARED DISPOSITIVE POWER 2,622,006
9	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 2,622,006
10	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES <input type="radio"/>
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) 10.1%* (see Item 4)
12	TYPE OF REPORTING PERSON IN/HC

* Percentage calculated by dividing 2,622,006 shares by the sum of (i) 23,277,563 (the number of shares of Common Stock outstanding as of May 12, 2014, as reported in the Issuer's most recent Form 10-Q filed on May 13, 2014) and (ii) 2,606,206 (the number of shares of Common Stock receivable by upon conversion of convertible notes of the Issuer).

CUSIP No.: 47012E106

ITEM 1(a). NAME OF ISSUER:

JAKKS Pacific, Inc.

ITEM 1(b). ADDRESS OF ISSUER'S PRINCIPAL EXECUTIVE OFFICES:

22619 Pacific Coast Hwy
Malibu, CA 90265

ITEM 2(a). NAME OF PERSON FILING:

Wolverine Asset Management, LLC
Wolverine Holdings, L.P.
Wolverine Trading Partners, Inc.
Christopher L. Gust
Robert R. Bellick

ITEM 2(b). ADDRESS OF PRINCIPAL BUSINESS OFFICE OR, IF NONE, RESIDENCE:

c/o Wolverine Asset Management, LLC
175 West Jackson Blvd., Suite 340
Chicago, IL 60604

ITEM 2(c). CITIZENSHIP:

Wolverine Asset Management, LLC – Illinois
Wolverine Holdings, L.P. – Illinois
Wolverine Trading Partners, Inc. – Illinois
Christopher L. Gust – US Citizen
Robert R. Bellick – US Citizen

ITEM 2(d). TITLE OF CLASS OF SECURITIES:

Common stock, par value \$0.001 per share

ITEM 2(e). CUSIP NUMBER:

47012E106

ITEM 3. IF THIS STATEMENT IS FILED PURSUANT TO SECTION 240.13d-1(b), or 13d-2(b) or (c) CHECK WHETHER THE PERSON FILING IS A:

- (a) Broker or dealer registered under Section 15 of the Act (15 U.S.C. 78c);
- (b) Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);
- (d) Investment company registered under Section 8 of the Investment Company Act of 1940(15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with 240.13d-1(b)(1)(ii)(E);

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- (f) o An employee benefit plan or endowment fund in accordance with 240.13d-1(b)(1)(ii)(F);
 - (g) x A parent holding company or control person in accordance with 240.13d-1(b)(1)(ii)(G);
 - (h) o A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
 - (i) o A church plan that is excluded from the definition of an investment company under Section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
 - (j) o A non-U.S. institution in accordance with 240.13d-1(b)(1)(ii)(J);
 - (k) o Group, in accordance with 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with 240.13d1(b)(1)(ii)(J), please specify the type of institution:
-

ITEM 4. OWNERSHIP:

Provide the following information regarding the aggregate number and percentage of the class of securities of the issuer identified in Item 1.

(a) Amount beneficially owned:

Wolverine Asset Management, LLC (“WAM”) is an investment manager and has voting and dispositive power over 2,606,206 shares of the common stock of the Issuer. This amount consists of 2,606,206 shares of common stock receivable upon conversion of convertible notes of the Issuer. The sole member and manager of WAM is Wolverine Holdings, L.P. (“Wolverine Holdings”). In addition to shares deemed beneficially owned by WAM, Wolverine Holdings may be deemed to be the beneficial owner of 15,800 shares of common stock of the Issuer receivable upon exercise of options held by affiliates other than WAM as of June 30, 2014. Robert R. Bellick and Christopher L. Gust may be deemed to control Wolverine Trading Partners, Inc. (“WTP”), the general partner of Wolverine Holdings.

(b) Percent of class:

10.1%

Each of WAM, Wolverine Holdings, WTP, Mr. Bellick, and Mr. Gust may be deemed the beneficial owner of 10.1% of the Issuer’s outstanding shares of common stock, which percentage was calculated by dividing the number of shares beneficially owned by each reporting person by the sum of (i) 23,277,563 (the number of shares of Common Stock outstanding as of May 12, 2014, as reported in the Issuer’s most recent Form 10-Q filed on May 13, 2014) and (ii) 2,606,206 (the number of shares of Common Stock receivable by upon conversion of convertible notes of the Issuer).

(c) Number of shares as to which the person has:

(i) Sole power to vote or to direct the vote:

0

(ii) Shared power to vote or to direct the vote:

WAM has shared power to vote or direct the vote of 2,606,206 shares of the common stock of the Issuer, and each of Wolverine Holdings, WTP, Mr. Bellick, and Mr. Gust has shared power to vote or direct the vote of 2,622,006 shares of the common stock of the Issuer, in each case as set forth in Item 4(a) above.

(iii) Sole power to dispose or to direct the disposition of:

0

(iv) Shared power to dispose or to direct the disposition of:

WAM has shared power to dispose of 2,606,206 shares of the common stock of the Issuer, and each of Wolverine Holdings, WTP, Mr. Bellick, and Mr. Gust has shared power to dispose of 2,622,006 shares of the common stock of the Issuer, in each case as set forth in Item 4(a) above.

ITEM 5. OWNERSHIP OF FIVE PERCENT OR LESS OF A CLASS:

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following o.

ITEM 6. OWNERSHIP OF MORE THAN FIVE PERCENT ON BEHALF OF ANOTHER PERSON:

Wolverine Flagship Fund Trading Limited is known to have the right to receive the receipt of dividends from, or the proceeds from the sale of, the shares of common stock covered by this statement that may be deemed to be beneficially owned by WAM.

ITEM IDENTIFICATION AND CLASSIFICATION OF THE SUBSIDIARY WHICH ACQUIRED THE
7. SECURITY BEING REPORTED ON BY THE PARENT HOLDING COMPANY:

See Item 4(a) above.

ITEM 8. IDENTIFICATION AND CLASSIFICATION OF MEMBERS OF THE GROUP:

Not applicable.

ITEM 9. NOTICE OF DISSOLUTION OF GROUP:

Not applicable.

ITEM 10. CERTIFICATION:

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

SIGNATURE

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: July 10, 2014

Wolverine Asset Management, LLC

/s/ Kenneth L. Nadel
Signature

Kenneth L. Nadel, Chief Operating Officer
Name/Title

Wolverine Holdings, L.P.

/s/Christopher L. Gust
Signature

Christopher L. Gust, Managing Director
Name/Title

Wolverine Trading Partners, Inc.

/s/Christopher L. Gust
Signature

Christopher L. Gust, Authorized Signatory
Name/Title

/s/Christopher L. Gust
Christopher L. Gust

/s/ Robert R. Bellick
Robert R. Bellick

Attention: Intentional misstatements or omissions of fact constitute Federal criminal violations (see 18 U.S.C. 1001).
