

Hearing Date: April 11, 2013 at 10:00 a.m. (ET)
Objection Deadline: April 4, 2013 at 4:00 p.m. (ET)

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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	Chapter 11
ATARI, INC., <i>et al.</i> , ¹)	Case No. 13-10176 (JMP)
Debtors.)	(Jointly Administered)

**NOTICE OF MOTION FOR ENTRY OF AN ORDER AUTHORIZING THE
DEBTORS TO ADOPT AND IMPLEMENT (I) A SALE INCENTIVE
PLAN AND (II) A LOYALTY PLAN**

PLEASE TAKE NOTICE that on March 19, 2013, the above-captioned debtors and debtors-in-possession (collectively, the “**Debtors**”) filed the *Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement (I) a Sale Incentive Plan and (II) a Loyalty Plan* (the “**Motion**”).²

¹ The Debtors are Atari, Inc., Atari Interactive, Inc., Humongous, Inc., and California U.S. Holdings, Inc.

² Capitalized terms not defined herein shall have the meaning ascribed to them in the Motion.

PLEASE TAKE FURTHER NOTICE that a hearing to consider the Motion will be held on **April 11, 2013 at 10:00 a.m. (prevailing Eastern Time)** before the Honorable James M. Peck, United States Bankruptcy Judge, at the United States Bankruptcy Court for the Southern District of New York, Alexander Hamilton Custom House, One Bowling Green, New York, New York 10004 (the “*Bankruptcy Court*”).

PLEASE TAKE FURTHER NOTICE that responses, if any, to the relief requested in the Motion (i) must be in writing; (ii) shall conform to the Federal Rules of Bankruptcy Procedure and the Local Bankruptcy Rules for the Southern District of New York; (iii) shall be filed in accordance with General Order M-399 of the Bankruptcy Court, which can be found at www.nysb.uscourts.gov; (iv) shall set forth the name of the objecting party and the basis for the objection and the specific grounds therefore; (v) shall be filed with the Clerk of the Bankruptcy Court (with a courtesy copy delivered directly to the Chambers of the Honorable James M. Peck), together with the proof of service thereof; and (vi) shall be served in a manner so as to actually be received by (a) Akin Gump Strauss Hauer & Feld LLP, counsel to the Debtors, One Bryant Park, New York, New York 10036 (Attn.: Ira S. Dizengoff, Esq. and Kristine G. Manoukian, Esq.), 1333 New Hampshire Avenue, N.W., Washington, D.C. 20036 (Attn.: Scott L. Alberino, Esq.); (b) the U.S. Trustee, 33 Whitehall Street, Suite 2100, New York, New York 10004 (Attn.: Richard C. Morrissey, Esq.); (c) counsel to the Committee, Cooley LLP, 1114 Avenue of the Americas, New York, New York 10036 (Attn.: Cathy Hershcopf, Esq. and Jeffrey Cohen, Esq.); (d) counsel to the DIP Lender, Bracewell & Giuliani, 1251 Avenue of the Americas, 49th Floor, New York, New York 10020 (Attn.: Robert G. Burns, Esq. and Andrew J. Schouder, Esq.); and (e) counsel to Atari, S.A., Allen & Overy LLP, 1221 Avenue of the

Americas, New York, New York 10020 (Attn.: Ken Coleman, Esq.), no later than **April 4, 2013 at 4:00 p.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that if you fail to file and serve a timely response to the Motion in accordance with the above requirements, the Bankruptcy Court may grant the relief requested in the Motion without further notice or hearing.

PLEASE TAKE FURTHER NOTICE that copies of the Motion may be obtained from the Debtors' claims and noticing agent, BMC Group, Inc., by visiting the website <http://www.bmcgroup.com/atari>. Copies of the Motion also may be obtained by accessing the Bankruptcy Court's website at www.nysb.uscourts.gov through an account obtained from Pacer Service Center at 1-800-676-6856.

New York, New York
Dated: March 19, 2013

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Ira S. Dizengoff

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