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

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

**NOTICE OF PROPOSED AGENDA OF MATTERS SCHEDULED FOR  
HEARING ON JUNE 12, 2013 AT 10:00 A.M. (PREVAILING EASTERN TIME)**

Location of Hearing: The Honorable James M. Peck  
United States Bankruptcy Court  
for the Southern District of New York  
Alexander Hamilton Custom House  
One Bowling Green  
Courtroom Number 601  
New York, New York 10004

Copies of Motion: A copy of each of the Motions and Applications may be viewed  
on the Court's website at [www.ecf.nysb.uscourts.gov](http://www.ecf.nysb.uscourts.gov) or (without  
charge) at the following website: at  
<http://www.bmcgroup.com/atari>.

<sup>1</sup> The Debtors are Atari, Inc., Atari Interactive, Inc., Humongous, Inc., and California U.S. Holdings, Inc.

The above-captioned debtors and debtors-in-possession propose the following agenda for the hearing scheduled before the Court on June 12, 2013 at 10:00 a.m. (prevailing Eastern Time):

**UNCONTESTED MATTERS**

1. **Sale Motion.** Motion for Entry of (I) an Order Approving (A) Bid Procedures in Connection with the Sale(s) of Substantially All of the Debtors Assets, (B) Procedures Related to the Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Such Sale(s), (C) the Form and Manner of Notice Thereof, (D) Scheduling the Hearing to Consider Approval of the Sale(s), (E) Granting Related Relief and (F) Procedures to Sell the Remaining *De Minimis* Assets Without Further Court Approval; and (II) an Order Approving the Sale of Substantially All of the Assets (Docket No. 222)

Responses: None.

Related Pleadings:

- A. Notice of the Debtors' Motion Motion for Entry of (I) an Order Approving (A) Bid Procedures in Connection with the Sale(s) of Substantially All of the Debtors Assets, (B) Procedures Related to the Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Such Sale(s), (C) the Form and Manner of Notice Thereof, (D) Scheduling the Hearing to Consider Approval of the Sale(s), (E) Granting Related Relief and (F) Procedures to Sell the Remaining *De Minimis* Assets Without Further Court Approval; and (II) an Order Approving the Sale of Substantially All of the Assets (Docket No. 222)
- B. Declaration of Adam W. Verost in Support of the Debtors' Motion for Entry of (I) an Order Approving (A) Bid Procedures in Connection with the Sale(s) of Substantially All of the Debtors Assets, (B) Procedures Related to the Assumption and Assignment of Executory Contracts and Unexpired Leases in Connection with Such Sale(s), (C) the Form and Manner of Notice Thereof, (D) Scheduling the Hearing to Consider Approval of the Sale(s), (E) Granting Related Relief and (F) Procedures to Sell the Remaining *De Minimis* Assets Without Further Court Approval; and (II) an Order Approving the Sale of Substantially All of the Assets (Docket No. 223)
- C. Notice of Adjournment of Hearing (Docket No. 246)
- D. Notice of Filing of Exhibits (Docket No. 247)

Status: This matter is going forward.

**CONTESTED MATTERS**

2. **Sale Incentive Motion.** Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement (I) a Sale Incentive Plan and (II) a Loyalty Plan as it relates to the approval of the Sale Incentive Plan (Docket No. 144)

Responses:

- A. Objection of the United States Trustee to Motion for Entry of Order Authorizing the Debtors to Adopt and Implement a Sale Incentive Plan (Docket No. 195)
- B. Objection of the Official Committee of Unsecured Creditors with Respect to Debtors' Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement a Sale Incentive Plan (Docket No. 226)
- C. Debtors' Omnibus Reply to Objections to the Debtors' Proposed Sale Incentive Plan (Docket No. 242) (*Redacted*)

Related Pleadings:

- A. 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 (Docket No. 144)
- B. Declaration of Adam W. Verost in Support of the Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement (I) a Sale Incentive Plan and (II) a Loyalty Plan (Docket No. 144)
- C. *Ex Parte* Motion for Entry of an Order Authorizing the Debtors to File Under Seal Certain Confidential Information (Docket No. 147)
- D. Order Authorizing the Debtors to File Under Seal Certain Confidential Information (Docket No. 151)
- E. Exhibits B and C to the Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement (I) a Sale Incentive Plan and (II) a Loyalty Plan (Docket No. 159) (*Filed Under Seal*)
- F. Notice of Adjournment of Hearing (Docket No. 177)
- G. Notice of Adjournment of Hearing (Docket No. 186)
- H. Notice of Adjournment of Hearing (Docket No. 206)
- I. *Ex Parte* Motion for Entry of an Order Authorizing the Official Committee of Unsecured Creditors to File Under Seal the Declaration of Brent C. Williams in Support of the Committee's Objection with Respect to the Debtors' Motion for

Entry of an Order Authorizing the Debtors to Adopt and Implement a Sale Incentive Plan (Docket No. 228)

- J. Order Authorizing the Official Committee of Unsecured Creditors to File Under Seal the Declaration of Brent C. Williams in Support of the Committee's Objection with Respect to the Debtors' Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement a Sale Incentive Plan (Docket No. 229)
- K. Declaration of Brent C. Williams in Support of the Committee's Objection with Respect to the Debtors' Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement a Sale Incentive Plan (Docket No. 231) (*Filed Under Seal*)
- L. Notice of Rescheduled Hearing Time (Docket No. 233)
- M. Statement of Alden Global Value Recovery Master Fund, L.P. in Support of the Debtors' Motion for Entry of an Order Authorizing the Debtors to Adopt and Implement a Sale Incentive Plan (Docket No. 236)
- N. *Ex Parte* Motion for Entry of an Order Authorizing the Debtors to File Under Seal Portions of the Debtors' Omnibus Reply to Objections to the Debtors' Proposed Sale Incentive Plan (Docket No. 238)
- O. Order Authorizing the Debtor to File Under Seal Portions of the Debtors' Omnibus Reply to Objections to the Debtors' Proposed Sale Incentive Plan (Docket No. 239)
- P. Motion of the Official Committee of Unsecured Creditors to Preclude Testimony Regarding "Precedent Incentive Plans" (Docket No. 243)

Status: The hearing on the Incentive Motion as it relates to the approval of the Sale Incentive Plan was continued in open court at the hearing on June 6, 2013.

New York, New York  
Dated: June 10, 2013

AKIN GUMP STRAUSS HAUER & FELD LLP

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