

DUFF & PHELPS SECURITIES, LLC
Brent C. Williams
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*Financial Advisor to the Official
Committee of Unsecured Creditors*

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

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	:	
In re	:	Chapter 11
	:	
Atari, Inc., <u>et al.</u> , ¹	:	Case No. 13-10176 (JMP)
	:	
Debtors.	:	(Jointly Administered)
	:	
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**STATEMENT OF SERVICES RENDERED AND EXPENSES
INCURRED BY DUFF & PHELPS SECURITIES, LLC, FINANCIAL ADVISOR TO
THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR
THE PERIOD OF JUNE 1, 2013 THROUGH JUNE 30, 2013**

Name of Applicant:	Duff & Phelps Securities, LLC
Authorized to Provide Professional Services to:	Official Committee of Unsecured Creditors
Date of Retention:	March 21, 2013 <i>nunc pro tunc</i> to February 11, 2013
Period for which Compensation and reimbursement is sought:	June 1, 2013 – June 30, 2013
Amount of compensation requested:	\$40,000.00 (80% of \$50,000.00)
Amount of compensation held back:	\$10,000.00
Amount of expense reimbursement requested:	\$ 2,313.12
Amount of payment sought:	\$42,313.12

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

This statement is the fourth monthly fee statement (the “Fee Statement”) of Duff & Phelps Securities, LLC (“D&P”), financial advisor to the official committee of unsecured creditors (the “Committee”) in the above-captioned cases, filed pursuant to the *Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 81] (the “Interim Compensation Order”). D&P hereby requests: (a) payment of compensation in the amount of \$40,000.00 which is equal to eighty percent (80%) of the total amount of compensation sought (i.e. \$50,000.00) for actual and necessary professional services rendered during the period of June 1, 2013 through June 30, 2013 (the “Fee Period”); and (b) reimbursement of actual and necessary costs and expenses in the amount of \$2,313.12_ incurred by D&P during the Fee Period in connection with these cases.²

Attached hereto as **Exhibits A and B**, respectively, is a summary and daily breakdown of the time spent by each D&P professional and an itemization that provides an aggregation of disbursements by category of disbursement and details of expenses for the Fee Period.

Notice

Pursuant to the Interim Compensation Order, D&P has served this Fee Statement by hand or overnight delivery on: the Debtors, Atari, Inc., 475 Park Avenue South, Twelfth Floor, New York, New York 10016, Attn: Robert A. Mattes, CFO; (ii) counsel to Debtors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036, Attn: Ira S. Dizengoff, Esq. and Kristine Manoukian, Esq.; Akin Gump Strauss Hauer & Feld LLP, Robert S. Strauss Building, 1333 New Hampshire Avenue, N.W., Washington, D.C. 20036, Attn: Scott L. Alberino, Esq.; (iii) counsel to DIP lenders, Bracewell & Guiliani LLP, 1251 Avenue of the Americas, 49th Floor, New York, New York 10020, Attn: Robert G. Burns, Esq.; and (iv) the

² Additional expenses incurred by Applicant may not have been captured as of the date hereof. Such expenses will be included in the next application to the extent necessary.

Office of the United States Trustee for the Southern District of New York, 271 Cadman Plaza East, Suite 4529, Brooklyn, New York 11201, Attn: Richard C. Morrissey, Esq. In light of the nature of the relief requested, D&P respectfully submits that no further notice need be given.

WHEREFORE, pursuant to the Interim Compensation Order, D&P requests: (a) compensation in the amount of \$50,000.00 (of which Applicant requests payment in the amount of \$40,000.00 which equals 80% of \$50,000.00) on account of reasonable and necessary professional services rendered to the Committee by D&P; and (b) reimbursement of actual and necessary costs and expenses in the amount of \$2,313.12, for a total amount for the Fee Period of \$52,313.12 (of which applicant seeks payment in the amount of \$42,313.12 which equals 80% of the requested compensation and 100% of the requested reimbursement of actual and necessary costs and expenses).

Dated: July 23, 2013
New York, New York

DUFF & PHELPS SECURITIES, LLC



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EXHIBIT A

Atari, Inc.
Duff & Phelps Securities, LLC
[Summary of Hours for the Period 6/1/13 through 6/30/13](#)

Summary of Hours for the Period 6/1/13 through 6/30/13

June-13

Professional	Title	Hours
Brent Williams	Managing Director	26.0
Alice Chong	Associate	104.0
Ray Peng	Analyst	58.5
Total		188.5

Atari, Inc.

Duff & Phelps Securities, LLC

Summary of Hours for the Period 6/1/13 through 6/30/13

Brent Williams, Managing Director

Date	Description	Hours
6/1/13	Attended Depositions and related preparation/analysis	2.0
6/2/13	Attended Depositions and related preparation/analysis	2.5
6/3/13	Attended Depositions and related preparation/analysis	3.0
6/5/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/6/13	Correspondence and/or Discussion with Case Professionals	1.5
6/6/13	Attended Court hearing and related preparation/analysis	6.0
6/7/13	Prepared/reviewed analysis	1.0
6/7/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/12/13	Attended Court hearing and related preparation/analysis	2.5
6/14/13	Reviewed and analyzed due diligence items	1.5
6/18/13	Reviewed and analyzed due diligence items	1.0
6/24/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/25/13	Prepared/reviewed analysis	1.5
6/27/13	Reviewed and analyzed due diligence items	0.5
6/27/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
June 1, 2013 through June 30, 2013		26.0

Atari, Inc.

Duff & Phelps Securities, LLC

Summary of Hours for the Period 6/1/13 through 6/30/13

Alice Chong, Associate

Date	Description	Hours
6/2/13	Prepared/reviewed analysis	3.5
6/3/13	Prepared/reviewed analysis	2.0
6/4/13	Correspondence and/or Discussion with Case Professionals	0.5
6/5/13	Prepared/reviewed analysis	1.0
6/5/13	Prepared/reviewed analysis	0.5
6/5/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/6/13	Prepared/reviewed analysis	1.0
6/6/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/6/13	Attended Court hearing and related preparation/analysis	6.0
6/7/13	Prepared/reviewed analysis	3.5
6/7/13	Reviewed and analyzed due diligence items	2.5
6/7/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/10/13	Reviewed and analyzed due diligence items	1.5
6/11/13	Correspondence and/or Discussion with Case Professionals	0.5
6/12/13	Attended Court hearing and related preparation/analysis	2.5
6/12/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/13/13	Reviewed and analyzed due diligence items	6.0
6/13/13	Correspondence and/or Discussion with Case Professionals	1.5
6/13/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/14/13	Reviewed and analyzed due diligence items	7.5
6/14/13	Correspondence and/or Discussion with Case Professionals	1.5
6/18/13	Reviewed and analyzed due diligence items	5.5
6/18/13	Correspondence and/or Discussion with Case Professionals	1.5
6/19/13	Reviewed and analyzed due diligence items	3.0
6/19/13	Prepared/reviewed analysis	0.5
6/20/13	Reviewed and analyzed due diligence items	5.0
6/20/13	Correspondence and/or Discussion with Case Professionals	1.0
6/21/13	Prepared/reviewed analysis	2.5
6/21/13	Reviewed and analyzed due diligence items	5.0
6/21/13	Correspondence and/or Discussion with Case Professionals	1.0
6/24/13	Prepared/reviewed analysis	3.0
6/24/13	Correspondence and/or Discussion with Case Professionals	1.0
6/24/13	Reviewed and analyzed due diligence items	5.5
6/24/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/25/13	Reviewed and analyzed due diligence items	4.5
6/25/13	Correspondence and/or Discussion with Case Professionals	1.5
6/26/13	Reviewed and analyzed due diligence items	6.0
6/26/13	Correspondence and/or Discussion with Case Professionals	1.0
6/26/13	Prepared/reviewed analysis	0.5
6/27/13	Reviewed/analyzed Debtor's financial projections	2.5
6/27/13	Reviewed and analyzed due diligence items	1.5
6/27/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/28/13	Reviewed and analyzed due diligence items	2.5
6/28/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5

Atari, Inc.

Duff & Phelps Securities, LLC

[Summary of Hours for the Period 6/1/13 through 6/30/13](#)

Alice Chong, Associate

Date	Description	Hours
6/29/13	Reviewed and analyzed due diligence items	1.5
6/30/13	Reviewed and analyzed due diligence items	1.0
June 1, 2013 through June 30, 2013		104.0

Atari, Inc.

Duff & Phelps Securities, LLC

Summary of Hours for the Period 6/1/13 through 6/30/13

Ray Peng, Analyst

Date	Description	Hours
6/4/13	Correspondence and/or Discussion with Case Professionals	0.5
6/5/13	Prepared/reviewed analysis	0.5
6/5/13	Prepared/reviewed analysis	1.5
6/5/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/6/13	Prepared/reviewed analysis	2.0
6/6/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/7/13	Prepared/reviewed analysis	3.5
6/7/13	Internal correspondence (email/calls) on Case issues and related analysis	1.0
6/10/13	Reviewed and analyzed due diligence items	1.5
6/11/13	Correspondence and/or Discussion with Case Professionals	0.5
6/12/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/13/13	Reviewed and analyzed due diligence items	4.0
6/13/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/14/13	Reviewed and analyzed due diligence items	4.5
6/17/13	Prepared time entries	1.0
6/18/13	Reviewed and analyzed due diligence items	5.0
6/18/13	Correspondence and/or Discussion with Case Professionals	0.5
6/19/13	Reviewed and analyzed due diligence items	2.5
6/19/13	Prepared/reviewed analysis	0.5
6/20/13	Prepared time entries	2.5
6/21/13	Prepared/reviewed analysis	4.5
6/21/13	Reviewed and analyzed due diligence items	2.5
6/24/13	Correspondence and/or Discussion with Case Professionals	1.0
6/24/13	Reviewed and analyzed due diligence items	4.0
6/24/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/25/13	Reviewed and analyzed due diligence items	2.5
6/25/13	Correspondence and/or Discussion with Case Professionals	0.5
6/26/13	Correspondence and/or Discussion with Case Professionals	0.5
6/26/13	Reviewed and analyzed due diligence items	4.0
6/26/13	Prepared/reviewed analysis	0.5
6/27/13	Reviewed and analyzed due diligence items	1.0
6/27/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
6/28/13	Reviewed and analyzed due diligence items	1.5
6/28/13	Internal correspondence (email/calls) on Case issues and related analysis	0.5
June 1, 2013 through June 30, 2013		58.5

EXHIBIT B

Duff & Phelps Securities, LLC
Expense Detail for Atari, Inc.
Period from June 1, 2013 through June 30, 2013

EXPENSE DETAIL LOCATED ON THE FOLLOWING PAGE(S)

June 2013	
Category	Amount
Business Meals	439.12
Parking / Transportation	340.00
Professional Services	1,534.00
Total	\$ 2,313.12

Duff & Phelps Securities, LLC
Expense Detail for Atari, Inc.
Period from June 1, 2013 through June 30, 2013

June 2013	
Category	Amount
Business Meals	439.12
Parking / Transportation	340.00
Professional Services	1,534.00
Total	\$ 2,313.12

Meals Detail

Professional	Date	Description	Amount
Chong, Alice	05/15/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/16/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/20/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/22/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/23/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/24/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/26/13	Weekend Working Lunch - One Professional	\$ 15.00
Chong, Alice	05/26/13	Weekend Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/27/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/28/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/29/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	05/31/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	06/02/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	06/03/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	06/06/13	Late Night Working Dinner - One Professional	\$ 25.00
Chong, Alice	06/07/13	Late Night Working Dinner - One Professional	\$ 25.00
Professional	06/05/13	Late Night Working Dinner - One Professional	\$ 25.52
Professional	06/27/13	Late Night Working Dinner - One Professional	\$ 23.60
			<u>\$ 439.12</u>

Transportation Detail [All in-town late night taxis are allowed after 8pm, otherwise public transportation is used]

Professional	Date	Description	Amount
Chong, Alice	05/15/13	Late Night NYC Taxi from Office to Home	\$ 20.00
Chong, Alice	05/16/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/20/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/22/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/23/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/24/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/26/13	Weekend Taxi from Home to Office	20.00
Chong, Alice	05/26/13	Weekend Taxi from Office to Home	20.00
Chong, Alice	05/27/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/28/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/29/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	05/31/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	06/02/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	06/02/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	06/03/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	06/06/13	Late Night NYC Taxi from Office to Home	20.00
Chong, Alice	06/07/13	Late Night NYC Taxi from Office to Home	20.00
			<u>\$ 340.00</u>

Professional Services [Hours Detail and Invoice(s) Attached]

Professional	Date	Description	Amount
Miller, Erica	6/1/13 - 6/30/13	Processing of Retention / Fee Application	\$ 1,534.00
			<u>\$ 1,534.00</u>

Duff & Phelps Securities, LLC

Summary of Atari, Inc., et al. hours for Erica Jones Miller

Period from June 1, 2013 through June 30, 2013

Professional Services Performed for Duff & Phelps, Securities LLC

<u>Date</u>	<u>Description</u>	<u>Hours</u>	<u>Rate/Hour</u>	<u>Billed Amount</u>
3-Jun-13	Reviewed docket. Worked on May.	0.70	\$ 118.00	\$ 82.60
4-Jun-13	Worked on May.	0.70	\$ 118.00	\$ 82.60
5-Jun-13	Reviewed case docket.	0.30	\$ 118.00	\$ 35.40
6-Jun-13	Worked on May. Worked on interim.	0.70	\$ 118.00	\$ 82.60
11-Jun-13	Reviewed case docket.	0.30	\$ 118.00	\$ 35.40
13-Jun-13	Worked on May and interim. Emails re: same.	1.80	\$ 118.00	\$ 212.40
14-Jun-13	Worked on May and interim. Reviewed docket.	1.50	\$ 118.00	\$ 177.00
17-Jun-13	Worked on May and interim.	3.00	\$ 118.00	\$ 354.00
19-Jun-13	Worked on interim.	1.00	\$ 118.00	\$ 118.00
20-Jun-13	Worked on interim.	1.60	\$ 118.00	\$ 188.80
21-Jun-13	Reviewed docket and filings. Distributed same.	0.50	\$ 118.00	\$ 59.00
24-Jun-13	Reviewed case docket.	0.30	\$ 118.00	\$ 35.40
26-Jun-13	Reviewed WIP	0.30	\$ 118.00	\$ 35.40
28-Jun-13	Reviewed case docket.	0.30	\$ 118.00	\$ 35.40
Total June Hours		13.00		\$ 1,534.00