

DUFF & PHELPS SECURITIES, LLC
 Brent C. Williams
 55 E. 52nd Street, 31st Floor
 New York, NY 10055
 Telephone: 212-277-0124
 Facsimile: 917-267-7074

*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., et al.,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 AUGUST 1, 2013 THROUGH AUGUST 31, 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: | August 1, 2013 – August 31, 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: | \$1,010.70 |
| Amount of payment sought: | \$41,010.70 |

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

This statement is the sixth 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 August 1, 2013 through August 31, 2013 (the “Fee Period”); and (b) reimbursement of actual and necessary costs and expenses in the amount of \$1,010.70 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 \$1,010.70, for a total amount for the Fee Period of \$51,010.70 (of which applicant seeks payment in the amount of \$41,010.70 which equals 80% of the requested compensation and 100% of the requested reimbursement of actual and necessary costs and expenses).

Dated: September 20, 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 8/1/13 through 8/31/13](#)

Summary of Hours for the Period 8/1/13 through 8/31/13

August-13

| Professional | Title | Hours |
|---------------------|-------------------|--------------|
| Brent Williams | Managing Director | 8.5 |
| Alice Chong | Associate | 27.5 |
| Ray Peng | Analyst | 17.5 |
| Total | | 53.5 |

Atari, Inc.

Duff & Phelps Securities, LLC

Summary of Hours for the Period 8/1/13 through 8/31/13

Brent Williams, Managing Director

| Date | Description | Hours |
|---|---|--------------|
| 8/1/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/2/13 | Correspondence and/or Discussion with Case Professionals | 0.5 |
| 8/5/13 | Reviewed and analyzed due diligence items | 1.0 |
| 8/5/13 | Correspondence and/or Discussion with Case Professionals | 0.5 |
| 8/8/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/10/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/11/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/12/13 | Correspondence and/or Discussion with Case Professionals | 1.0 |
| 8/12/13 | Reviewed and analyzed due diligence items | 1.0 |
| 8/23/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/28/13 | Correspondence and/or Discussion with Case Professionals | 1.0 |
| 8/30/13 | Reviewed and analyzed due diligence items | 0.5 |
| 8/30/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| August 1, 2013 through August 31, 2013 | | 8.5 |

Atari, Inc.

Duff & Phelps Securities, LLC

Summary of Hours for the Period 8/1/13 through 8/31/13

Alice Chong, Associate

| Date | Description | Hours |
|---|---|-------------|
| 8/1/13 | Communicating with parties in interest | 1.0 |
| 8/1/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/1/13 | Reviewed/analyzed court docket and court documents | 1.5 |
| 8/2/13 | Communicating with parties in interest | 0.5 |
| 8/6/13 | Communicating with parties in interest | 0.5 |
| 8/7/13 | Reviewed/analyzed court docket and court documents | 0.5 |
| 8/9/13 | Communicating with parties in interest | 2.0 |
| 8/9/13 | Reviewing court documents and analysis | 0.5 |
| 8/9/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/10/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/12/13 | Reviewed/analyzed court docket and court documents | 0.5 |
| 8/12/13 | Communicating with parties in interest | 0.5 |
| 8/13/13 | Communicating with parties in interest | 0.5 |
| 8/13/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/13/13 | Reviewed/analyzed court docket and court documents | 0.5 |
| 8/16/13 | Reviewing financial information | 1.5 |
| 8/19/13 | Preparing fee application and time entries | 1.0 |
| 8/23/13 | Reviewed/analyzed court docket and court documents | 0.5 |
| 8/23/13 | Reviewing financial information | 1.0 |
| 8/23/13 | Communicating with parties in interest | 0.5 |
| 8/23/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/27/13 | Reviewing financial information | 1.5 |
| 8/27/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/28/13 | Communicating with parties in interest | 2.0 |
| 8/28/13 | Reviewing financial information | 3.0 |
| 8/28/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/28/13 | Preparing materials | 2.0 |
| 8/29/13 | Communicating with parties in interest | 1.0 |
| 8/29/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/29/13 | Reviewing financial information | 1.0 |
| August 1, 2013 through August 31, 2013 | | 27.5 |

Atari, Inc.

Duff & Phelps Securities, LLC

Summary of Hours for the Period 8/1/13 through 8/31/13

Ray Peng, Analyst

| Date | Description | Hours |
|---|---|-------------|
| 8/1/13 | Reviewed and analyzed due diligence items | 1.0 |
| 8/2/13 | Reviewed and analyzed due diligence items | 0.5 |
| 8/5/13 | Reviewed and analyzed due diligence items | 0.5 |
| 8/8/13 | Reviewed and analyzed due diligence items | 1.0 |
| 8/8/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/10/13 | Correspondence and/or Discussion with Case Professionals | 0.5 |
| 8/10/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/11/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/12/13 | Correspondence and/or Discussion with Case Professionals | 0.5 |
| 8/13/13 | Reviewed and analyzed due diligence items | 1.5 |
| 8/13/13 | Correspondence and/or Discussion with Case Professionals | 0.5 |
| 8/19/13 | Prepared time entries | 2.5 |
| 8/20/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/23/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/24/13 | Reviewed/analyzed court docket and court documents | 0.5 |
| 8/27/13 | Reviewed and analyzed due diligence items | 1.0 |
| 8/27/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| 8/28/13 | Reviewed and analyzed due diligence items | 0.5 |
| 8/28/13 | Correspondence and/or Discussion with Case Professionals | 0.5 |
| 8/29/13 | Reviewed and analyzed due diligence items | 1.5 |
| 8/30/13 | Reviewed and analyzed due diligence items | 1.5 |
| 8/30/13 | Internal correspondence (email/calls) on Case issues and related analysis | 0.5 |
| August 1, 2013 through August 31, 2013 | | 17.5 |

EXHIBIT B

Duff & Phelps Securities, LLC
Expense Detail for Atari, Inc.
Period from August 1, 2013 through August 31, 2013

EXPENSE DETAIL LOCATED ON THE FOLLOWING PAGE(S)

| August 2013 | |
|--------------------------|--------------------|
| Category | Amount |
| Parking / Transportation | 7.70 |
| Professional Services | 1,003.00 |
| Total | \$ 1,010.70 |

Duff & Phelps Securities, LLC
Expense Detail for Atari, Inc.
Period from August 1, 2013 through August 31, 2013

| August 2013 | |
|--------------------------|--------------------|
| Category | Amount |
| Parking / Transportation | 7.70 |
| Professional Services | 1,003.00 |
| Total | \$ 1,010.70 |

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

| Professional | Date | Description | Amount |
|--------------|----------|---|----------------|
| Peng, Ray | 08/01/13 | Late Night NYC Taxi from Office to Home | \$ 7.70 |
| | | | <u>\$ 7.70</u> |

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

| Professional | Date | Description | Amount |
|---------------|------------------|---|--------------------|
| Miller, Erica | 8/1/13 - 8/31/13 | Processing of Retention / Fee Application | \$ 1,003.00 |
| | | | <u>\$ 1,003.00</u> |

Duff & Phelps Securities, LLC

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

Period from August 1, 2013 through August 31, 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> |
|---------------------------|---|--------------|------------------|----------------------|
| 1-Aug-13 | Worked on July. Reviewed docket. | 0.50 | \$ 118.00 | \$ 59.00 |
| 2-Aug-13 | Emails re: status. Reviewed file and prepared schedule. | 1.00 | \$ 118.00 | \$ 118.00 |
| 5-Aug-13 | Reviewed case docket. | 0.30 | \$ 118.00 | \$ 35.40 |
| 7-Aug-13 | Reviewed case docket and WIP. | 0.60 | \$ 118.00 | \$ 70.80 |
| 9-Aug-13 | Worked on July. | 0.60 | \$ 118.00 | \$ 70.80 |
| 12-Aug-13 | Reviewed case docket. | 0.30 | \$ 118.00 | \$ 35.40 |
| 14-Aug-13 | Worked on July. | 0.30 | \$ 118.00 | \$ 35.40 |
| 16-Aug-13 | Worked on July. Emails re: same. Reviewed docket. Reviewed WIP. | 1.00 | \$ 118.00 | \$ 118.00 |
| 19-Aug-13 | Worked on July. | 0.80 | \$ 118.00 | \$ 94.40 |
| 20-Aug-13 | Completed and sent July for filing. | 1.00 | \$ 118.00 | \$ 118.00 |
| 22-Aug-13 | Reviewed docket. Emails re: status. | 0.50 | \$ 118.00 | \$ 59.00 |
| 26-Aug-13 | Reviewed case docket. | 0.30 | \$ 118.00 | \$ 35.40 |
| 27-Aug-13 | Reviewed docket and order. Reviewed WIP. Prepared fee schedule. | 1.00 | \$ 118.00 | \$ 118.00 |
| 29-Aug-13 | Reviewed case docket. | 0.30 | \$ 118.00 | \$ 35.40 |
| Total August Hours | | 8.50 | | \$ 1,003.00 |