

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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

**TENTH MONTHLY FEE STATEMENT OF PROTIVITI INC.,  
FINANCIAL ADVISOR TO THE DEBTORS AND DEBTORS IN POSSESSION,  
FOR THE PERIOD OF NOVEMBER 1, 2013 THROUGH NOVEMBER 30, 2013**

Name:	Protiviti Inc.
Authorized to Provide Professional Services to:	Atari Inc., <i>et al.</i>
Date of Order Authorizing Employment:	February 15, 2013
Period Covered by Monthly Statement:	November 1, 2013 through November 30, 2013
100% of Fees Invoiced to Atari Inc.:	\$16,417.50
80% of Fees Invoiced to Atari Inc.:	\$13,134.00
100% of Expenses Invoiced to Atari Inc.:	\$0.00
Total Hours Billed to Atari Inc.:	40.7 Hours
Name and Applicable Billing Rate of Each Professional Billing to Atari Inc.:	<u>See page 2</u>
Total Hours Billed and Amount of Billing for Each Professional Billing to Atari Inc.:	<u>See page 2</u>

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

1. Protiviti Inc. (“Protiviti”), financial advisor to the above-captioned debtors and debtors in possession (collectively, the “Debtors”), hereby submits this monthly fee statement (the “Monthly Statement”) for the period of November 1, 2013 through November 30, 2013 (the “Statement Period”) for payment of professional services rendered and reimbursement of expenses incurred during the Statement Period pursuant to the Court’s *Order Establishing Procedures for Interim Monthly Compensation and Reimbursement of Expenses of Professionals* [Docket No. 81] (the “Fee Order”). In support of this Monthly Statement, Protiviti respectfully represents as follows:

2. In compliance with Paragraph 2(c) of the Fee Order, the table below lists the individuals and their respective titles who provided services to the Debtors during the Statement Period, their respective billing rates, and the aggregate hours expended by each individual:

Individual	Title	Hours	Rate	Amount
Davis, Guy A.	Managing Director	10.20	\$ 560.00	\$ 5,712.00
Koehler, Justin F.	Senior Manager	30.50	351.00	10,705.50
		40.70	\$ 403.38	\$ 16,417.50

3. The following itemization breaks down the services rendered to the Debtors by Protiviti by category as follows:

Code	Description	Hours
444	Claims Admin & Objections	3.0
446	Prepare Fee/Employment Applications	6.4
468	Prepare For/Attend Hearings	4.6
451	Plan and Disclosure	26.7
		40.7

4. In further compliance with Paragraph 2(c) of the Fee Order, attached hereto as

Exhibit A is a breakdown of the disbursements incurred by Protiviti during the Statement Period when rendering services to the Debtors, and contemporaneously maintained time entries for each individual who rendered services to the Debtors in increments of tenths of an hour during the Statement Period.

5. By this Monthly Statement, Protiviti respectfully requests payment in accordance with Paragraph 2(e) of the Fee Order of eighty percent (80%) of the fees incurred when rendering services to the Debtors, \$13,134.00, and reimbursement of one hundred percent (100%) of the expenses incurred when rendering services to the Debtors, \$0.00, as identified in this Monthly Statement.<sup>2</sup>

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<sup>2</sup> Protiviti reserves the right to amend the amounts requested in the event that a subsequent review of Protiviti's records reveals that additional professional services were rendered and/or expenses were incurred on behalf of the Debtors during the Statement Period which were not processed in advance of preparation of the Monthly Statement. In the event that such amendments are required, Protiviti reserves the right to serve a supplement to this Monthly Statement and/or seek additional fees and expenses in any fee applications subsequently filed with the Court.

Dated: December 20, 2013  
Richmond, Virginia

**PROTIVITI INC.**

/s/ Guy A. Davis

Guy A. Davis  
1051 East Cary Street, Suite 602  
Richmond, Virginia 23219  
(804) 644-7000

*Financial Advisor for Debtors and  
Debtors in Possession*

# Exhibit A

**Protiviti Inc.**

1051 E. Cary Street  
Suite 602  
Richmond, VA 23219  
Tax ID # 04-3661951

REMITTANCE PAGE

Atari Inc.  
475 Park Avenue South, 12th Floor  
New York, NY 10016

December 18, 2013  
Invoice No. 9652  
Our File No. R13001  
Billing Through: 11/30/13

REGARDING: Atari Inc.

TOTAL FEES  
TOTAL CHARGES FOR THIS BILL

\$16,417.50  
\$16,417.50

**Protiviti Inc.**  
1051 E. Cary Street  
Suite 602  
Richmond, VA 23219  
Tax ID # 04-3661951

Atari Inc.  
475 Park Avenue South, 12th Floor  
New York, NY 10016

December 18, 2013  
Invoice No. 9652  
Our File No. R13001  
Billing Through: 11/30/13

REGARDING: Atari Inc.

**FOR PROFESSIONAL SERVICES RENDERED**

<u>Date</u>	<u>Individual</u>	<u>Procedure</u>	<u>Hours</u>
<b>Task:</b>	<b>444</b>	<b>B - Claims Admin &amp; Objections</b>	
11/5/13	JFK	Review claim analysis per debtor request.	0.50
11/8/13	JFK	Review documents for executory contracts for cure claim calculation per debtor request.	0.50
11/12/13	JFK	Review documents for executory contracts for cure claim calculation per debtor request.	0.50
11/26/13	GAD	Review debtor estimate of cure claims.	1.50
	<b>Total for</b>	<b>B - Claims Admin &amp; Objections</b>	<b>3.00</b>
<b>Task:</b>	<b>446</b>	<b>B - Prepare Fee/ Employ Apps</b>	
11/12/13	JFK	Prepare second interim fee application.	2.70
11/12/13	JFK	Prepare October monthly fee application.	1.00
11/13/13	JFK	Revise monthly fee application for October.	0.70
11/14/13	JFK	Revise 2nd interim fee application.	0.50
11/15/13	JFK	Revise 2nd interim fee application.	1.00
11/18/13	JFK	Revise 2nd interim fee application.	0.50
	<b>Total for</b>	<b>B - Prepare Fee/ Employ Apps</b>	<b>6.40</b>
<b>Task:</b>	<b>451</b>	<b>B - Plan &amp; Disclosure</b>	
11/21/13	JFK	Update G. Davis declaration.	1.50
11/22/13	JFK	Review sponsor plan analysis for revision per counsel request.	2.50
11/24/13	GAD	Review/Revise feasibility and liquidation analysis declaration.	0.50
11/25/13	GAD	Review/revise declaration.	1.50
11/25/13	GAD	Update effective date cash flow analysis based on actual collections and claims.	2.10
11/25/13	JFK	Update sponsor analysis for confirmation hearing per counsel request.	4.30
11/25/13	JFK	Update Atari projections per counsel request.	1.50
11/26/13	JFK	Revise plan sponsor analysis (2.5) and projections (2.0) for plan confirmation hearing.	4.50
11/27/13	JFK	Update sponsor analysis.	4.30
11/27/13	JFK	Review updated cashflows from debtor.	1.50
11/27/13	JFK	Update sponsor analysis for confirmation purposes.	2.50
	<b>Total for</b>	<b>B - Plan &amp; Disclosure</b>	<b>26.70</b>

Atari - 00032411 R13001 Invoice No. 9652

<b>Task:</b>	<b>468</b>	<b>Prepare For / Attend Hearings</b>	
11/25/13	GAD	Prepare for confirmation hearing.	0.80
11/26/13	GAD	Conference calls with counsel re: feasibility and confirmation hearing.	1.80
11/27/13	GAD	Prepare for confirmation hearing.	2.00
	<b>Total for</b>	<b>Prepare For / Attend Hearings</b>	<b>4.60</b>
<b>Total hours for this matter</b>			40.70

**Timekeeper Summary**

<u>Name</u>		<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
GAD	Davis, Guy A.	10.20	560.00	5,712.00
JFK	Koehler, Justin F.	30.50	351.00	10,705.50
<b>Total fees for this matter</b>		40.70 hrs		\$16,417.50

**BILLING SUMMARY**

TOTAL FEES	\$16,417.50
TOTAL CHARGES FOR THIS BILL	\$16,417.50