

Objection Deadline: February 14, 2014 at 5:00 p.m. (prevailing Eastern Time)
Hearing Date (if necessary): March 11, 2014 at 10:00 a.m. (prevailing Eastern Time)

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

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

**OMNIBUS NOTICE REGARDING FINAL APPLICATIONS FOR COMPENSATION
AND REIMBURSEMENT OF EXPENSES OF THE DEBTORS’
RETAINED PROFESSIONALS**

PLEASE TAKE NOTICE that, pursuant to section 5.1 of the *Debtors’ Joint Plan of Reorganization Under Chapter 11 of the Bankruptcy Code* [Docket No. 379] (the “**Plan**”)², which became effective on December 24, 2013, the professionals set forth below (each a “**Professional**”) filed applications (each, an “**Application**” and, collectively, the “**Applications**”) (a) covering fees and expenses for services rendered to the Debtors during the period from September 1, 2013 through and including December 24, 2013 (the “**Final Fee Period**”) and (b)

¹ The “**Reorganized Debtors**” are: Atari, Inc.; Atari Interactive, Inc.; Humongous, Inc.; and California U.S. Holdings, Inc.

seeking final Court approval and allowance of compensation and reimbursement of expenses for services rendered to the Debtors during the period from the later of (i) January 21, 2013 and (ii) the date the relevant Professional was retained pursuant to court order, through and including December 24, 2013 (the “*Compensation Period*”):

Professional	ECF No.	Fees Requested for the Final Fee Period	Expenses Requested for the Final Fee Period	Fees Requested for the Compensation Period	Expenses Requested for the Compensation Period
Akin Gump Strauss Hauer & Feld LLP <i>Counsel to the Debtors</i>	535	\$709,490.00	\$10,820.21	\$3,374,994.00	\$60,471.50
Frank, Rimerman & Co. LLP <i>Accountant to the Debtors</i> ³	536	N/A	N/A	\$74,495.00	\$4,259.00
Marks Paneth & Shron LLP <i>Auditor for the Debtors’ 401(k) Plan</i> ⁴	537	N/A	N/A	\$19,250.00	\$0.00
Perella Weinberg Partners LP <i>Investment Banker to the Debtors</i>	538	\$900,000 ⁵	\$146.00	\$1,600,000.00	\$19,937.00
Protiviti Inc. <i>Financial Advisor to the Debtors</i>	539	\$125,526.00	\$2,053.07	\$793,325.20	\$38,701.00

² Capitalized terms used but not otherwise defined herein shall have the same meaning ascribed to such terms in the Plan.

³ This Application is Frank, Rimerman & Co. LLP’s first request for allowance of fees and reimbursement of expenses. Accordingly, such request is for the entire Compensation Period.

⁴ This Application is Marks Paneth & Shron LLP’s first request for allowance of fees and reimbursement of expenses. Accordingly, such request is for the entire Compensation Period.

PLEASE TAKE FURTHER NOTICE that responses, if any, to the relief requested in the Applications (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) be filed in accordance with General Order M-399 of the 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 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) the Reorganized Debtors, Atari, Inc., 475 Park Avenue South, 12th Floor, New York, New York 10016 (Attn.: Kristen Keller, Executive Vice President and General Counsel); (b) counsel to the Debtors, Akin Gump Strauss Hauer & Feld LLP, One Bryant Park, New York, New York 10036 (Attn.: Ira S. Dizengoff, Esq. and Kristine Manoukian Esq.) and Robert S. Strauss Building, 1333 New Hampshire Avenue, N.W., Washington, District of Columbia 20036 (Attn.: Scott L. Alberino, Esq.); (c) the U.S. Trustee, 201 Varick Street, Suite 1006, New York, New York 10014 (Attn.: Richard C. Morrissey, Esq.); (d) counsel for Atari, S.A., Allen & Overy LLP, 1221 Avenue of the Americas, New York, New York 10020 (Attn: Ken Coleman, Esq.); (e) Atari, S.A., 475 Park Avenue South, 12th Floor, New York, New York 10016 (Attn: Frederic Chesnais, CEO); (f) counsel to the Reorganized Debtors, Olshan Frome Wolosky LLP, Park Avenue Tower, 65 East 55th Street, New York, New York 10022 (Attn: Michael Fox, Esq. and Jordanna Nadritch, Esq.); and (g) the applicable Professional to which the response pertains, in each case so as to be received **no later than February 14, 2014 at 5:00 p.m. (prevailing Eastern Time)**.

⁵ This amount reflects a \$500,000 credit to Perella Weinberg Partners LP's "Initial Transaction Fee" in accordance with the terms of its engagement letter with the Debtors.

PLEASE TAKE FURTHER NOTICE that if a response to an Application is timely filed and served but not subsequently resolved, a hearing to consider the Application shall be held before the Honorable Robert E. Grossman, United States Bankruptcy Judge, at the United States Courthouse, Alexander Hamilton Custom House, One Bowling Green, Courtroom 601, New York, New York 10004, **on March 11, 2014 at 10:00 a.m. (prevailing Eastern Time)**.

PLEASE TAKE FURTHER NOTICE that pursuant to section 5.1 of the Plan, if no responses to an Application are timely filed and properly served in accordance with the above requirements, or if a timely response is subsequently resolved, the Court may grant the relief requested in the Application without further notice or hearing.

PLEASE TAKE FURTHER NOTICE that copies of the Applications may be obtained from the Debtors' claims and noticing agent, BMC Group, Inc., by visiting the Debtors' bankruptcy website at <http://www.bmcgroup.com/atari>. Copies of the Applications also may be obtained by accessing the 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: January 24, 2014

AKIN GUMP STRAUSS HAUER & FELD LLP

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