

MOR-1

CASE NAME: ATP Oil & Gas Corporation
 CASE NUMBER: 12-36187
 PROPOSED PLAN DATE: To be determined

PETITION DATE: 8/17/2012
 DISTRICT OF TEXAS: Southern
 DIVISION: Houston

MONTHLY OPERATING REPORT SUMMARY FOR OCTOBER 2013

MONTH	5/31/2013	6/30/2013	7/31/2013	8/31/2013	9/30/2013	10/31/2013
REVENUES (MOR-6)	\$ 27,685,180	\$ 18,063,239	\$ 40,194,554	\$ 36,262,768	\$ 32,890,050	\$ 32,177,279
INCOME(LOSS) FROM OPERATIONS (MOR-6)	(4,054,735)	(163,962,430)	26,502,349	17,682,393	21,868,704	17,144,861
NET INCOME (LOSS) (MOR-6)	(25,712,691)	(73,489,361)	14,293,460	3,689,379	6,900,709	273,701
PAYMENTS TO INSIDERS (MOR-9A)	103,512	103,055	102,433	102,433	102,433	84,898
PAYMENTS TO PROFESSIONALS (MOR-9A)	8,688,449	(564,252)	30,000	-	-	797,192
TOTAL DISBURSEMENTS (MOR-8)	\$ 52,568,502	\$ 50,624,124	\$ 35,476,705	\$ 33,222,366	\$ 40,013,702	\$ 43,329,643

The original of this document must be filed with the United States Bankruptcy Court and a copy must be sent to the United States Trustee

REQUIRED INSURANCE MAINTAINED AS OF SIGNATURE DATE

CASUALTY YES (X) NO ()
 LIABILITY YES (X) NO ()
 VEHICLE YES (X) NO ()
 WORKER'S YES (X) NO ()
 OTHER YES (X) NO ()

Are all accounts receivable being collected within terms? **Yes** No
 Are all post-petition liabilities, including taxes, being paid within terms? **Yes** No
 Have any pre-petition liabilities been paid? **Yes** No

In accordance with the authority that has been granted to ATP under court orders, certain prepetition liabilities relating to payroll, employee expense reimbursements, independent contractor fees, utility fees, capital expenditures for our Clipper project, and fees due on our bank accounts have been paid.
 If so, describe _____
 Are all funds received being deposited into DIP bank accounts? **Yes** No
 Were any assets disposed of outside the normal course of business? **Yes** No
 If so, describe _____
 Are all U.S. Trustee Quarterly Fee Payments current? **Yes** No
 What is the status of your Plan of Reorganization? _____

The estate is focussed on obtaining final approval of and closing its asset sale to Bennu Oil & Gas. Following closing of that sale, the estate will turn to evaluating options for disposing of its remaining assets, including through a plan.

ATTORNEY NAME: Charles S. Kelley, Esq.
 FIRM NAME: Mayer Brown, LLP
 ADDRESS: 700 Louisiana St.
Suite 3400
 CITY, STATE, ZIP: Houston, TX 77002
 TELEPHONE FAX: (713) 238-3000

I certify under penalty of perjury that the following complete Monthly Operating Report (MOR), consisting of MOR-1 through MOR-9B plus attachments, is true and correct.

SIGNED X Albert L. Reese Jr TITLE: Chief Financial Officer
 (ORIGINAL SIGNATURE)
Albert L. Reese Jr November 20, 2013
 (PRINT NAME OF SIGNATORY) DATE Revised 07/01/98

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CASE NAME: ATP Oil & Gas CorporationCASE NUMBER: 12-36187

ASSETS	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013
CURRENT ASSETS						
Cash (MOR-7A)	\$ 36,337,322	\$ 16,288,494	\$ 13,886,775	\$ 22,770,093	\$ 16,136,222	\$ (159,145)
Restricted Cash	23,608,520	17,110,633	17,110,810	4,865,680	4,865,803	4,865,927
Accounts Receivable, Net	32,624,336	28,787,458	46,097,679	42,241,897	38,170,667	40,493,302
Accounts Receivable, Related Party	62,405	-	-	-	-	-
Accounts Receivable, Affiliates	750,625,152	759,151,434	764,352,078	769,604,528	774,538,817	781,627,970
Property held for sale	-	1,830,342,948	1,833,437,594	1,836,059,385	1,838,420,813	1,842,730,036
Prepaid Expenses and Other Current Assets	9,660,312	12,729,884	12,112,852	7,822,423	12,039,626	10,817,394
TOTAL CURRENT ASSETS	852,918,047	2,664,410,851	2,686,997,788	2,683,364,006	2,684,171,948	2,680,375,484
Oil & Gas Properties	3,047,399,100	1,382,706,131	1,382,706,131	1,382,706,131	1,382,706,131	1,382,706,131
Less Accumulated DD&A and Impairment	1,816,298,851	1,373,130,112	1,373,130,112	1,373,130,112	1,373,130,112	1,373,130,112
OIL & GAS PROPERTIES, NET	1,231,100,249	9,576,019	9,576,019	9,576,019	9,576,019	9,576,019
OTHER ASSETS						
1. Deferred Tax Assets	-	-	-	-	-	-
2. Investments in Affiliates	838,141,409	78,365,992	73,419,285	70,012,835	63,967,642	58,893,106
3. Deferred Financing Costs - net	1,380,578	503,898	452,593	426,941	401,289	375,636
4. Furniture & Fixtures, net	273,629	255,452	237,924	220,760	204,322	187,903
5. Other Non-current Receivable	12,314,848	12,314,848	12,324,055	12,328,737	12,333,269	12,337,955
6. Non-current Restricted Cash	21,401,292	21,401,784	21,402,363	23,382,595	23,382,617	23,383,783
TOTAL ASSETS	\$ 2,957,530,052	\$ 2,786,828,844	\$ 2,804,410,027	\$ 2,799,311,893	\$ 2,794,037,106	\$ 2,785,129,886

MOR-2

(1) Reflects Debtor's intention to sell within the next year a significant portion of oil & gas properties (primarily Clipper, Telemark and significant undeveloped properties) along with its interests in ATP Titan, LLC

(2) Excess outstanding checks were covered by a significant November 1 deposit.

CASE NAME: ATP Oil & Gas Corporation
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LIABILITIES & OWNERS' EQUITY	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013
LIABILITIES						
POST-PETITION LIABILITIES(MOR-4)	\$ 803,125,167	\$ 833,898,212	\$ 830,221,009	\$ 831,658,249	\$ 839,224,338	\$ 856,101,888
PRE-PETITION LIABILITIES						
Secured obligations	1,679,703,303	1,679,901,030	1,679,901,030	1,679,901,030	1,680,497,199	1,680,703,845
Priority unsecured obligations	10,759,598	10,759,598	10,759,598	10,759,598	10,759,598	10,759,598
Unsecured obligations	134,437,670	122,422,523	122,422,523	122,889,953	122,889,952	122,889,952
Other pre-petition obligations	-	-	-	-	-	-
TOTAL CLAIMABLE PRE-PETITION LIABILITIES	1,824,900,571	1,813,083,151	1,813,083,151	1,813,550,581	1,814,146,749	1,814,353,395
Asset Retirement Obligation (1)	150,584,695	150,296,720	150,577,182	151,718,204	152,283,665	152,876,244
Other obligations (2)	415,102,956	299,789,937	311,429,849	302,899,742	287,972,172	266,847,899
TOTAL LIABILITIES	3,193,713,389	3,097,068,020	3,105,311,191	3,099,826,776	3,093,626,924	3,090,179,426
OWNERS' EQUITY (DEFICIT)						
PREFERRED STOCK	136,457,044	136,457,044	136,457,044	136,457,044	136,457,044	136,457,044
COMMON STOCK	73,288	73,288	73,288	73,288	73,289	73,289
TREASURY STOCK	(911,729)	(911,729)	(911,729)	(911,729)	(911,729)	(911,729)
ADDITIONAL PAID-IN CAPITAL	678,703,414	678,820,314	678,811,573	678,914,926	679,023,209	678,299,034
RETAINED EARNINGS: Filing Date	(811,214,593)	(811,214,593)	(811,214,593)	(811,214,593)	(811,214,593)	(811,214,593)
RETAINED EARNINGS: Post Filing Date	(202,082,581)	(275,571,942)	(261,278,482)	(257,589,103)	(250,727,129)	(250,415,429)
Equity in earnings of ATPIP and ATP Titan: Post Filing Date	(37,208,179)	(37,891,558)	(42,838,265)	(46,244,716)	(52,289,909)	(57,337,156)
TOTAL OWNERS' EQUITY (DEFICIT)	(236,183,336)	(310,239,176)	(300,901,164)	(300,514,883)	(299,589,818)	(305,049,540)
TOTAL LIABILITIES & OWNERS' EQUITY	\$ 2,957,530,053	\$ 2,786,828,844	\$ 2,804,410,027	\$ 2,799,311,893	\$ 2,794,037,106	2,785,129,886

MOR-3

- (1) ARO represents GAAP present value estimate of future cash flows. ARO is subject to certain potential bonding requirements, some of which have not been determined as of the date of this filing.
- (2) Other obligations include term NPI and ORRI interests which are accounted for as obligations under GAAP because they are granted on proved properties where production is reasonably assured. Amounts associated with these other obligations are not payable until production occurs.

CASE NAME: ATP Oil & Gas Corporation
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SCHEDULE OF POST-PETITION LIABILITIES

	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013
TRADE ACCOUNTS PAYABLE (MOR-5)	\$ 19,985,970	\$ 27,512,495	\$ 12,802,659	\$ 8,921,165	\$ 11,241,658	\$ 26,795,116
ACCOUNTS PAYABLE - AFFILIATES	1,610,391	1,485,400	6,485,400	12,885,400	13,335,400	3,106,579
TAX PAYABLE						
Federal Payroll Taxes	-	-	-	-	-	-
State Payroll Taxes	-	-	-	-	-	-
Ad Valorem Taxes	-	-	-	-	-	-
Other Taxes	-	-	-	-	-	-
TOTAL TAXES PAYABLE	-	-	-	-	-	-
SECURED DEBT POST-PETITION	719,178,002	724,658,306	730,550,202	736,544,557	742,090,824	747,958,748
ACCRUED INTEREST PAYABLE	6,394,606	5,750,779	7,425,573	7,425,573	6,801,791	7,430,653
ACCRUED PROFESSIONAL FEES*	2,003,494	1,902,579	331,036	10,481,279	13,863,926	22,502,252
OTHER ACCRUED LIABILITIES						
1. Payroll accruals	-	-	-	-	-	-
2. Other accruals	30,606,085	47,543,130	51,640,704	45,593,881	43,192,655	38,239,032
3. Other payables	23,346,619	25,045,523	20,985,435	9,806,394	8,698,084	10,069,508
TOTAL POST-PETITION LIABILITIES (MOR-3)	\$ 803,125,167	\$ 833,898,212	\$ 830,221,009	\$ 831,658,249	\$ 839,224,338	\$ 856,101,888

*Payment requires Court Approval

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CASE NAME: ATP Oil & Gas CorporationCASE NUMBER: 12-36187**AGING OF POST-PETITION LIABILITIES****MONTH**October 31, 2013

DAYS	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	
0-30	\$ 16,494,594	\$ 16,494,594				
31-60	996,032	996,032				
61-90	685,450	685,450				
91+	8,619,040	8,619,040				
TOTAL	\$ 26,795,116	\$ 26,795,116				

AGING OF ACCOUNTS RECEIVABLE

DAYS	TOTAL	Revenue	Joint Interest ⁽¹⁾	Other ⁽²⁾		
0-30 DAYS	\$ 28,953,547	\$ 28,765,712	\$ 171,815	\$ 16,020		
31-60 DAYS	(288,218)	86,094	(402,944)	28,632		
61-90 DAYS	603,966	-	577,461	26,505		
91+ DAYS	11,224,007	(59,230)	10,328,587	954,650		
TOTAL	\$ 40,493,302	\$ 28,792,576	\$ 10,674,919	\$ 1,025,807		

MOR-5

Revised 07/01/98

(1) 91+ day balance includes \$1.3 million of amounts regarding Black Elk/Nippon lawsuit, with the balance related to receivables for which counterparties assert an offset for a claim against ATP.

(2) This balance represents receivables from third parties for plugging and abandonment costs.

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	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013	FILING TO DATE
REVENUES (MOR-1)	\$ 27,685,180	\$ 18,063,239	\$ 40,194,554	\$ 36,262,768	\$ 32,890,050	\$ 32,177,279	\$ 490,579,783
GROSS PROFIT	27,685,180	18,063,239	40,194,554	36,262,768	32,890,050	32,177,279	490,579,783
OPERATING EXPENSES:							
Lease Operating Expenses	11,781,331	8,356,451	7,432,904	11,464,685	4,209,187	9,478,489	117,232,430
Processing fees, related party	6,643,000	5,000,000	5,000,000	5,000,000	5,000,000	5,000,000	87,925,290
Depreciation, depletion and amortization	11,326,229	24,567	17,529	17,194	16,439	16,418	148,901,420
Impairment of oil and gas properties	-	166,487,929	-	-	-	-	204,183,991
Accretion	963,915	972,520	293,726	1,262,491	610,810	616,386	13,222,132
Abandonment(Gain)/Loss	-	-	-	-	-	-	158,454
Compensation Expense	671,505	560,732	539,063	553,431	454,984	461,959	12,168,458
Professional Fees	360,764	78,458	82,999	1,554	145,845	87,278	5,917,707
Other General & Administrative	(6,829)	545,012	325,984	281,020	584,081	(628,112)	2,407,360
TOTAL OPERATING EXPENSES	31,739,915	182,025,669	13,692,205	18,580,375	11,021,346	15,032,418	592,117,242
INCOME (LOSS) FROM OPERATIONS (MOR-1)	(4,054,735)	(163,962,430)	26,502,349	17,682,393	21,868,704	17,144,861	(101,537,459)
INTEREST INCOME	5,377,443	5,251,608	5,184,364	5,230,837	5,111,481	1,190,182	69,258,324
INTEREST (EXPENSE), NET	(18,489,228)	(18,357,082)	(17,165,157)	(18,169,637)	(16,706,685)	(15,254,159)	(234,501,779)
DERIVATIVES GAIN/(LOSS)	(196,824)	(366,829)	-	-	-	-	(1,588,240)
DEBT EXTINGUISHMENT GAIN/(LOSS)	-	107,889,161	-	-	-	-	100,952,061
ABANDONMENT/SALE OF PROPERTY GAIN/(LOSS)	-	-	102,940	-	-	6,020,939	6,123,879
TOTAL INT, DER.& OTHER ITEMS	(13,308,609)	94,416,858	(11,877,853)	(12,938,800)	(11,595,204)	(8,043,038)	(59,755,755)
NET INCOME (LOSS) BEFORE REORGANIZATION EXPENSES	(17,363,344)	(69,545,572)	14,624,496	4,743,593	10,273,500	9,101,823	(161,293,214)
REORGANIZATION (EXPENSES):							
US Trustee fees	-	(30,000)	-	-	-	(30,000)	(180,000)
Professional fees	(8,349,347)	(3,913,789)	(331,036)	(1,054,214)	(3,372,791)	(8,798,122)	(62,785,287)
Debt valuation adjustments	-	-	-	-	-	-	-
Claims adjustments	-	-	-	-	-	-	(26,156,192)
Interest income	-	-	-	-	-	-	-
REORGANIZATION EXPENSES, NET:	(8,349,347)	(3,943,789)	(331,036)	(1,054,214)	(3,372,791)	(8,828,122)	(89,121,479)
NET INCOME (LOSS) (MOR-1)	\$ (25,712,691)	\$ (73,489,361)	\$ 14,293,460	\$ 3,689,379	\$ 6,900,709	273,701	\$ (250,414,693)

Accrual Accounting Required, Otherwise Footnote with Explanation.

MOR-6

Revised 07/01/98

- (1) Includes \$(724,173) related to reversal of stock-based compensation from cancellation of awards due to officer terminations.
- (2) Includes \$14MM gain from assumption of ATP NL note receivable from ATP UK, partially offset by the write off of related intercompany balances due to the sale of ATP NL.

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CASH RECEIPTS AND DISBURSEMENTS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH	FILING TO
	5/31/2013	6/30/2013	7/31/2013	8/31/2013	9/30/2013	10/31/2013	DATE
1. CASH-BEGINNING OF MONTH	\$ 22,526,092	\$ 36,337,323	\$ 16,288,494	\$ 13,886,775	\$ 22,770,093	\$ 16,136,222	\$ 6,119,734
RECEIPTS:							
1. COLLECTION OF NET REVENUE ACCOUNTS RECEIVABLE	61,301,507	22,423,862	17,674,757	41,756,582	33,239,414	26,825,900	467,015,256
2. COLLECTION OF JOINT INTEREST ACCOUNTS RECEIVABLE	260,503	814,859	295,119	334,385	126,043	14,152	5,403,131
3. OTHER OPERATING RECEIPTS (MOR-7B)	2,918,720	820,577	105,110	14,717	14,374	194,224	6,609,951
4. FINANCING RECEIPTS (MOR-7B)	1,899,003	6,515,997	15,000,000	-	-	-	694,113,472
TOTAL RECEIPTS**	66,379,733	30,575,295	33,074,986	42,105,684	33,379,831	27,034,276	1,173,141,810
(Withdrawal) Contribution by Individual Debtor MFR-2*							
DISBURSEMENTS:							
5. TERM-LIMITED ORRI	13,613,636	9,051,032	4,366,389	11,190,576	8,617,189	7,926,709	86,526,743
6. TERM-LIMITED NPI	8,636,457	-	11,574,702	1,537,353	8,303,369	2,349,807	146,781,990
7. DERIVATIVE SETTLEMENTS PAID (RECEIVED)	196,824	366,829	-	-	-	-	3,818,739
8. LEASE OPERATING COSTS	5,527,925	14,296,965	9,513,314	8,221,392	5,967,610	9,203,943	120,095,642
9. GOMEZ PIPELINE OBLIGATION	934,760	-	-	-	-	-	9,098,726
10. TITAN FEE	-	11,000,000	-	-	5,000,000	13,700,000	86,200,000
11. ATPIP FEES	1,590,000	-	-	-	-	-	15,482,614
12. GENERAL & ADMINISTRATIVE (MOR-7B)	1,349,760	836,588	963,345	845,673	720,332	822,627	22,168,000
13. OTHER OPERATING DISBURSEMENTS (MOR-7B)	-	-	-	-	-	-	-
TOTAL DISBURSEMENTS FROM OPERATIONS	31,849,362	35,551,414	26,417,750	21,794,994	28,608,500	34,003,086	490,172,454
14. CAPEX CASH DISBURSMENTS (MOR-7B)	6,115,245	8,905,489	3,258,919	4,981,619	4,543,594	2,707,395	205,866,847
15. BANKRUPTCY & PROFESSIONAL FEES (MOR-9A)	8,688,447	(564,252)	30,000	-	-	797,192	41,228,552
16. FINANCING PAYMENTS - PRINCIPAL AND INTEREST (MOR-7B)	5,915,448	6,731,473	5,770,036	6,445,753	6,861,608	5,821,970	442,152,836
TOTAL DISBURSEMENTS**	52,568,502	50,624,124	35,476,705	33,222,366	40,013,702	43,329,643	1,179,420,689
17. NET CASH FLOW	13,811,231	(20,048,829)	(2,401,719)	8,883,318	(6,633,871)	(16,295,367)	(6,278,879)
18. CASH - END OF MONTH (MOR-2)	\$ 36,337,323	\$ 16,288,494	\$ 13,886,775	\$ 22,770,093	\$ 16,136,222	\$ (159,145)	(159,145)

* Applies to Individual debtors only

**Numbers for the current month should balance (match)

RECEIPTS and CHECKS/OTHER DISBURSEMENTS lines on MOR-8

MOR-7A

Revised 07/01/98

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CASH RECEIPTS AND DISBURSEMENTS DETAIL	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013	FILING TO DATE
OTHER OPERATING RECEIPTS (Line 3)							
Miscellaneous	\$ 2,918,720	\$ 820,577	\$ 105,110	\$ 14,717	\$ 14,374	\$ 194,224	\$ 6,609,951
GENERAL & ADMINISTRATIVE (Line 12)							
Compensation	639,680	558,622	477,765	450,079	483,721	461,959	12,023,817
Rent	50,735	106,845	152,088	-	-	-	625,668
Office and general costs	197,716	27,005	74,870	33,458	23,912	63,284	750,949
Travel related	6,340	15,302	-	5,734	145	12,268	142,893
D&O	-	-	11,700	-	11,700	-	1,465,653
Other costs	455,289	128,814	246,922	356,402	200,854	285,116	7,159,020
GENERAL & ADMINISTRATIVE TOTAL	1,349,760	836,588	963,345	845,673	720,332	822,627	22,168,000
OTHER OPERATING DISBURSEMENTS (Line 13)	-	-	-	-	-	-	-
CAPEX CASH DISBURSMENTS (Line 14)							
Maintenance/Other	315,801	-	-	-	-	-	6,430,824
Clipper project	4,742,581	7,198,813	2,425,280	2,862,680	4,543,594	2,707,395	164,741,656
Gomez #9 project	-	-	-	-	-	-	-
Plugging and abandonment of oil and gas properties	1,056,863	1,706,676	833,639	2,118,939	-	-	34,694,367
CAPEX CASH DISBURSMENTS TOTAL	6,115,245	8,905,489	3,258,919	4,981,619	4,543,594	2,707,395	205,866,847
FINANCING PAYMENTS - PRINCIPAL AND INTEREST (Line 16)							
1st lien principal and interest	-	-	-	-	-	-	367,338,823
New facility principal and interest	5,915,448	6,731,473	5,770,036	6,445,753	6,861,608	5,821,970	74,814,013
FINANCING PAYMENTS - PRINCIPAL AND INTEREST TOTAL	5,915,448	6,731,473	5,770,036	6,445,753	6,861,608	5,821,970	442,152,836
FINANCING RECEIPTS (Line 4)							
New facility proceeds	\$ 1,899,003	\$ 6,515,997	\$ 15,000,000	\$ -	\$ -	\$ -	\$ 694,113,472

MOR-7B

CASE NAME: ATP Oil & Gas Corporation
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CASH ACCOUNT RECONCILIATION
MONTH OF October 2013

BANK NAME	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	Green Bank	
ACCOUNT NUMBER	113334321	1000027441	6300050955	58902066488	113558670	3300247239	
ACCOUNT TYPE	<i>Operating</i>	<i>Deposit</i>	<i>Controlled Disbursement</i>	<i>Cafeteria Plan</i>	<i>Clipper Operating</i>	<i>Payroll</i>	<i>TOTAL</i>
BANK BALANCE	\$ 4,258,093	\$ -	\$ (6,402,090)	\$ 31,585	\$ 1,870,000	\$ 83,267	\$ (159,145)
DEPOSITS IN TRANSIT	-	-	-	-	-	-	-
OUTSTANDING CHECKS	-	-	-	-	-	-	-
ADJUSTED BANK BALANCE	\$ 4,258,093	\$ -	\$ (6,402,090)	\$ 31,585	\$ 1,870,000	\$ 83,267	\$ (159,145)
BEGINNING CASH - PER BOOKS	\$ 19,318,633	\$ 2,928	\$ (3,216,444)	\$ (14,121)	\$ -	\$ 45,226	\$ 16,136,222
RECEIPTS*	24,428,254	736,022	-	-	1,870,000	-	27,034,276
TRANSFERS BETWEEN ACCOUNTS	(5,556,631)	(738,950)	5,736,270	59,311	-	500,000	-
(WITHDRAWAL) OR CONTRIBUTION BY INDIVIDUAL DEBTOR MFR-2	-	-	-	-	-	-	-
CHECKS/OTHER DISBURSEMENTS*	33,932,163	-	8,921,916	13,605	-	461,959	43,329,643
ENDING CASH - PER BOOKS	\$ 4,258,093	\$ -	\$ (6,402,090)	\$ 31,585	\$ 1,870,000	\$ 83,267	\$ (159,145)

(1)

MOR-8

*Numbers should balance (match) TOTAL RECEIPTS and TOTAL DISBURSEMENTS lines on MOR-7A

Revised 07/01/98

(1) Excess outstanding checks were covered by a significant November 1 deposit.

CASE NAME: ATP Oil & Gas Corporation
CASE NUMBER: 12-36187

PAYMENTS TO INSIDERS AND PROFESSIONALS

Of the total disbursements shown for the month, list the amount paid to insiders (as defined in Section 101(31)(A)-(F) of the U.S. Bankruptcy Code) and the professionals. Also, for insiders, identify the type of compensation paid (e.g., salary, commission, bonus, etc.) (Attach additional pages as necessary).

INSIDERS: NAME/COMP TYPE	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013
Leland E. Tate (salary)	28,464	28,339	28,339	28,339	28,339	28,339
Albert L. Reese Jr. (salary)	25,069	24,965	24,752	24,752	24,752	24,752
George R. Morris (salary)	25,652	25,454	25,320	25,320	25,320	16,126
Keith R. Godwin (salary)	24,327	24,297	24,022	24,022	24,022	15,681
TOTAL INSIDERS (MOR-1)	\$ 103,512	\$ 103,055	\$ 102,433	\$ 102,433	\$ 102,433	\$ 84,898

PROFESSIONALS	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013
Debtor Professionals (MOR-9B)	\$ 4,171,210	\$ -	\$ -	\$ -	\$ -	\$ 767,192
DIP Lender Professionals (MOR-9B)	2,690,457	-	-	-	-	-
Committee Professionals (MOR-9B)	1,826,782	(564,252)	-	-	-	-
US Trustee (MOR-9B)	-	-	30,000	-	-	30,000
TOTAL PROFESSIONALS (MOR-1)	\$ 8,688,449	\$ (564,252)	\$ 30,000	\$ -	\$ -	\$ 797,192

MOR-9A

CASE NAME: ATP Oil & Gas Corporation
 CASE NUMBER: 12-36187

PROFESSIONALS	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	MONTH 10/31/2013
DEBTOR PROFESSIONALS						
<i>Debtor Legal Advisors</i>						
1 Mayer Brown, LLP	\$ 2,628,793	\$ -	\$ -	\$ -	\$ -	\$ -
2 Munsch, Hardt, Kopf & Harr, PC	296,194	-	-	-	-	-
3 Slattery, Marino & Roberts	219,113	-	-	-	-	-
<i>Debtor Financial Advisors</i>						
4 Jefferies & Company, Inc.	90,000	-	-	-	-	-
5 Opportune, LLP	700,577	-	-	-	-	-
<i>Debtor Other</i>						
6 Kurtzman Carson Consultants, LLC	236,533	-	-	-	-	146,654
7 Blackhill Advisors, LP	-	-	-	-	-	-
8 RVM, Inc	-	-	-	-	-	-
9 FTI consulting	-	-	-	-	-	357,395
10 PricewaterhouseCoopers	-	-	-	-	-	125,000
11 EPIQ Bankruptcy Solutions	-	-	-	-	-	13,143
12 Federal Trade Commission	-	-	-	-	-	125,000
TOTAL DEBTOR PROFESSIONALS (MOR-9A):	4,171,210	-	-	-	-	767,192
DIP LENDER PROFESSIONALS						
<i>DIP Legal Advisors</i>						
11 Bingham McCutchen LLP	995,624	-	-	-	-	-
12 Cravath, Swaine & Moore LLP	884,407	-	-	-	-	-
13 Winstead PC	-	-	-	-	-	-
14 Haynes and Boone, LLP	255,869	-	-	-	-	-
15 Rapp & Krock	10,670	-	-	-	-	-
16 Slaughter and May	-	-	-	-	-	-
17 De Brauw Blackstone	-	-	-	-	-	-
<i>DIP Financial Advisors</i>						
18 Houlihan Lokey	508,886	-	-	-	-	-
<i>DIP Other</i>						
19 Netherland Sewell & Associates, Inc.	-	-	-	-	-	-
20 Arthur C. Leblanc, Jr	-	-	-	-	-	-
21 Bryan Cave LLP	-	-	-	-	-	-
22 Merrill Communications	-	-	-	-	-	-
23 Spencer Stuart	35,000	-	-	-	-	-
TOTAL DIP PROFESSIONALS (MOR-9A):	2,690,456	-	-	-	-	-
COMMITTEE PROFESSIONALS						
<i>Committee Legal Advisors</i>						
24 Milbank, Tweed, Hadley & McCloy, LLP	1,498,329	(564,252)	-	-	-	-
25 Porter Hedges, LLP	113,066	-	-	-	-	-
<i>Committee Financial Advisors</i>						
26 Duff & Phelps Securities	215,386	-	-	-	-	-
<i>Committee Other</i>						
27 RCI consultants	-	-	-	-	-	-
28 Capital Ventures	-	-	-	-	-	-
29 Latham & Watkins	-	-	-	-	-	-
TOTAL COMMITTEE PROFESSIONALS (MOR-9A):	1,826,781	(564,252)	-	-	-	-
30 US Trustee Payment Center (MOR-9A)	\$ -	\$ -	\$ 30,000	\$ -	\$ -	30,000

MOR-9B