

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 SEPTEMBER 2013

MONTH	4/30/2013	5/31/2013	6/30/2013	7/31/2013	8/31/2013	9/30/2013
REVENUES (MOR-6)	\$ 50,068,150	\$ 27,685,180	\$ 18,063,239	\$ 40,194,554	\$ 36,262,768	\$ 32,890,050
INCOME(LOSS) FROM OPERATIONS (MOR-6)	10,861,955	(4,054,735)	(163,962,430)	26,502,349	17,682,393	21,868,704
NET INCOME (LOSS) (MOR-6)	(14,586,448)	(25,712,691)	(73,489,361)	14,293,460	3,689,379	6,900,709
PAYMENTS TO INSIDERS (MOR-9A)	101,416	103,512	103,055	102,433	102,433	102,433
PAYMENTS TO PROFESSIONALS (MOR-9A)	7,104,615	8,688,449	(564,252)	30,000	-	-
TOTAL DISBURSEMENTS (MOR-8)	\$ 74,089,357	\$ 52,568,502	\$ 50,624,124	\$ 35,476,705	\$ 33,222,366	\$ 40,013,702

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 ()

CIRCLE ONE

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 October 21, 2013
 (PRINT NAME OF SIGNATORY) DATE Revised 07/01/98

MOR-1



123618713102100000000005

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

ASSETS	MONTH 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013
CURRENT ASSETS						
Cash (MOR-7A)	\$ 22,526,092	\$ 36,337,322	\$ 16,288,494	\$ 13,886,775	\$ 22,770,093	\$ 16,136,222
Restricted Cash	17,092,400	23,608,520	17,110,633	17,110,810	4,865,680	4,865,803
Accounts Receivable, Net	66,630,024	32,624,336	28,787,458	46,097,679	42,241,897	38,170,667
Accounts Receivable, Related Party	62,405	62,405	-	-	-	-
Accounts Receivable, Affiliates	750,164,784	750,625,152	759,151,434	764,352,078	769,604,528	774,538,817
Property held for sale	-	-	1,830,342,948	1,833,437,594	1,836,059,385	1,838,420,813
Prepaid Expenses and Other Current Assets	13,950,223	9,660,312	12,729,884	12,112,852	7,822,423	12,039,626
TOTAL CURRENT ASSETS	870,425,928	852,918,047	2,664,410,851	2,686,997,788	2,683,364,006	2,684,171,948
Oil & Gas Properties	3,028,637,675	3,047,399,100	1,382,706,131	1,382,706,131	1,382,706,131	1,382,706,131
Less Accumulated DD&A and Impairment	1,804,992,582	1,816,298,851	1,373,130,112	1,373,130,112	1,373,130,112	1,373,130,112
OIL & GAS PROPERTIES, NET	1,223,645,093	1,231,100,249	9,576,019	9,576,019	9,576,019	9,576,019
OTHER ASSETS						
1. Deferred Tax Assets	-	-	-	-	-	-
2. Investments in Affiliates	839,338,782	838,141,409	78,365,992	73,419,285	70,012,835	63,967,642
3. Deferred Financing Costs - net	1,442,559	1,380,578	503,898	452,593	426,941	401,289
4. Furniture & Fixtures, net	293,589	273,629	255,452	237,924	220,760	204,322
5. Other Non-current Receivable	12,310,172	12,314,848	12,314,848	12,324,055	12,328,737	12,333,269
6. Non-current Restricted Cash	19,421,090	21,401,292	21,401,784	21,402,363	23,382,595	23,382,617
TOTAL ASSETS	\$ 2,966,877,213	\$ 2,957,530,052	\$ 2,786,828,844	\$ 2,804,410,027	\$ 2,799,311,893	\$ 2,794,037,106

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

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LIABILITIES & OWNERS' EQUITY	MONTH 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013
LIABILITIES						
POST-PETITION LIABILITIES(MOR-4)	\$ 767,775,189	\$ 803,125,167	\$ 833,898,212	\$ 830,221,009	\$ 831,658,249	\$ 839,224,338
PRE-PETITION LIABILITIES						
Secured obligations	1,679,486,368	1,679,703,303	1,679,901,030	1,679,901,030	1,679,901,030	1,680,497,199
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	134,437,670	122,422,523	122,422,523	122,889,953	122,889,952
Other pre-petition obligations	-	-	-	-	-	-
TOTAL CLAIMABLE PRE-PETITION LIABILITIES	1,824,683,636	1,824,900,571	1,813,083,151	1,813,083,151	1,813,550,581	1,814,146,749
Asset Retirement Obligation (1)	151,098,042	150,584,695	150,296,720	150,577,182	151,718,204	152,283,665
Other obligations (2)	432,601,291	415,102,956	299,789,937	311,429,849	302,899,742	287,972,172
TOTAL LIABILITIES	3,176,158,158	3,193,713,389	3,097,068,020	3,105,311,191	3,099,826,776	3,093,626,924
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	73,288	73,289
TREASURY STOCK	(911,729)	(911,729)	(911,729)	(911,729)	(911,729)	(911,729)
ADDITIONAL PAID-IN CAPITAL	678,695,742	678,703,414	678,820,314	678,811,573	678,914,926	679,023,209
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	(176,369,890)	(202,082,581)	(275,571,942)	(261,278,482)	(257,589,103)	(250,727,129)
Equity in earnings of ATPIP and ATP Titan: Post Filing Date	(36,010,807)	(37,208,179)	(37,891,558)	(42,838,265)	(46,244,716)	(52,289,909)
TOTAL OWNERS' EQUITY (DEFICIT)	(209,280,945)	(236,183,336)	(310,239,176)	(300,901,164)	(300,514,883)	(299,589,818)
TOTAL LIABILITIES & OWNERS' EQUITY	\$ 2,966,877,213	\$ 2,957,530,053	\$ 2,786,828,844	\$ 2,804,410,027	\$ 2,799,311,893	\$ 2,794,037,106

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
- (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

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SCHEDULE OF POST-PETITION LIABILITIES

	MONTH 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013
TRADE ACCOUNTS PAYABLE (MOR-5)	\$ 14,149,519	\$ 19,985,970	\$ 27,512,495	\$ 12,802,659	\$ 8,921,165	\$ 11,241,658
ACCOUNTS PAYABLE - AFFILIATES	1,629,684	1,610,391	1,485,400	6,485,400	12,885,400	13,335,400
TAX PAYABLE						
Federal Payroll Taxes	-	-	-	-	-	-
State Payroll Taxes	-	-	-	-	-	-
Ad Valorem Taxes	-	-	-	-	-	-
Other Taxes	-	-	-	-	-	-
TOTAL TAXES PAYABLE	-	-	-	-	-	-
SECURED DEBT POST-PETITION	704,430,071	719,178,002	724,658,306	730,550,202	736,544,557	742,090,824
ACCRUED INTEREST PAYABLE	5,983,255	6,394,606	5,750,779	7,425,573	7,425,573	6,801,791
ACCRUED PROFESSIONAL FEES*	5,199,812	2,003,494	1,902,579	331,036	10,481,279	13,863,926
OTHER ACCRUED LIABILITIES						
1. Payroll accruals	-	-	-	-	-	-
2. Other accruals	12,652,592	30,606,085	47,543,130	51,640,704	45,593,881	43,192,655
3. Other payables	23,730,256	23,346,619	25,045,523	20,985,435	9,806,394	8,698,084
TOTAL POST-PETITION LIABILITIES (MOR-3)	\$ 767,775,189	\$ 803,125,167	\$ 833,898,212	\$ 830,221,009	\$ 831,658,249	\$ 839,224,338

*Payment requires Court Approval

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CASE NAME: ATP Oil & Gas Corporation
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AGING OF POST-PETITION LIABILITIES
MONTH September 30, 2013

DAYS	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES	
0-30	\$ 4,247,840	\$ 4,247,840				
31-60	691,187	691,187				
61-90	2,337,899	2,337,899				
91+	3,964,732	3,964,732				
TOTAL	\$ 11,241,658	\$ 11,241,658				

AGING OF ACCOUNTS RECEIVABLE

DAYS	TOTAL	Revenue	Joint Interest ⁽¹⁾	Other ⁽²⁾		
0-30 DAYS	\$ 27,236,192	\$ 26,704,530	\$ 73,062	\$ 458,600		
31-60 DAYS	545,998	-	545,998	-		
61-90 DAYS	175,728	-	175,728	-		
91+ DAYS	10,212,749	(59,230)	10,271,979	-		
TOTAL	\$ 38,170,667	\$ 26,645,300	\$ 11,066,767	\$ 458,600		

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 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	FILING TO DATE
REVENUES (MOR-1)	\$ 50,068,150	\$ 27,685,180	\$ 18,063,239	\$ 40,194,554	\$ 36,262,768	\$ 32,890,050	\$ 458,402,504
GROSS PROFIT	50,068,150	27,685,180	18,063,239	40,194,554	36,262,768	32,890,050	458,402,504
OPERATING EXPENSES:							
Lease Operating Expenses	8,091,329	11,781,331	8,356,451	7,432,904	11,464,685	4,209,187	107,753,941
Processing fees, related party	6,590,000	6,643,000	5,000,000	5,000,000	5,000,000	5,000,000	82,925,290
Depreciation, depletion and amortization	21,834,633	11,326,229	24,567	17,529	17,194	16,439	148,885,001
Impairment of oil and gas properties	-	-	166,487,929	-	-	-	204,183,991
Accretion	986,174	963,915	972,520	293,726	1,262,491	610,810	12,605,746
Abandonment(Gain)/Loss	-	-	-	-	-	-	158,454
Compensation Expense	683,113	671,505	560,732	539,063	553,431	454,984	11,706,499
Professional Fees	766,202	360,764	78,458	82,999	1,554	145,845	5,830,429
Other General & Administrative	254,744	(6,829)	545,012	325,984	281,020	584,081	3,035,472
TOTAL OPERATING EXPENSES	39,206,195	31,739,915	182,025,669	13,692,205	18,580,375	11,021,346	577,084,824
INCOME (LOSS) FROM OPERATIONS (MOR-1)	10,861,955	(4,054,735)	(163,962,430)	26,502,349	17,682,393	21,868,704	(118,682,320)
INTEREST INCOME	5,155,664	5,377,443	5,251,608	5,184,364	5,230,837	5,111,481	68,068,142
INTEREST (EXPENSE), NET	(19,065,073)	(18,489,228)	(18,357,082)	(17,165,157)	(18,169,637)	(16,706,685)	(219,247,620)
DERIVATIVES GAIN/(LOSS)	(217,441)	(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	-	-	102,940
TOTAL INT, DER. & OTHER ITEMS	(14,126,850)	(13,308,609)	94,416,858	(11,877,853)	(12,938,800)	(11,595,204)	(51,712,717)
NET INCOME (LOSS) BEFORE REORGANIZATION EXPENSES	(3,264,895)	(17,363,344)	(69,545,572)	14,624,496	4,743,593	10,273,500	(170,395,037)
REORGANIZATION (EXPENSES):							
US Trustee fees	(30,000)	-	(30,000)	-	-	-	(150,000)
Professional fees	(11,291,553)	(8,349,347)	(3,913,789)	(331,036)	(1,054,214)	(3,372,791)	(53,987,165)
Debt valuation adjustments	-	-	-	-	-	-	-
Claims adjustments	-	-	-	-	-	-	(26,156,192)
Interest income	-	-	-	-	-	-	-
REORGANIZATION EXPENSES, NET:	(11,321,553)	(8,349,347)	(3,943,789)	(331,036)	(1,054,214)	(3,372,791)	(80,293,357)
NET INCOME (LOSS) (MOR-1)	\$ (14,586,448)	\$ (25,712,691)	\$ (73,489,361)	\$ 14,293,460	\$ 3,689,379	\$ 6,900,709	\$ (250,688,394)

Accrual Accounting Required, Otherwise Footnote with Explanation.

MOR-6

Revised 07/01/98

CASE NAME: ATP Oil & Gas Corporation

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CASH RECEIPTS AND DISBURSEMENTS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH	FILING TO
	4/30/2013	5/31/2013	6/30/2013	7/31/2013	8/31/2013	9/30/2013	DATE
1. CASH-BEGINNING OF MONTH	\$ 19,178,998	\$ 22,526,092	\$ 36,337,323	\$ 16,288,494	\$ 13,886,775	\$ 22,770,093	\$ 6,119,734
RECEIPTS:							
1. COLLECTION OF NET REVENUE ACCOUNTS RECEIVABLE	37,214,657	61,301,507	22,423,862	17,674,757	41,756,582	33,239,414	440,189,356
2. COLLECTION OF JOINT INTEREST ACCOUNTS RECEIVABLE	507,939	260,503	814,859	295,119	334,385	126,043	5,388,979
3. OTHER OPERATING RECEIPTS (MOR-7B)	451,965	2,918,720	820,577	105,110	14,717	14,374	6,415,727
4. FINANCING RECEIPTS (MOR-7B)	39,261,890	1,899,003	6,515,997	15,000,000	-	-	694,113,472
TOTAL RECEIPTS**	77,436,451	66,379,733	30,575,295	33,074,986	42,105,684	33,379,831	1,146,107,534
(Withdrawal) Contribution by Individual Debtor MFR-2*							
DISBURSEMENTS:							
5. TERM-LIMITED ORRI	10,568,990	13,613,636	9,051,032	4,366,389	11,190,576	8,617,189	78,600,034
6. TERM-LIMITED NPI	20,253,288	8,636,457	-	11,574,702	1,537,353	8,303,369	144,432,183
7. DERIVATIVE SETTLEMENTS PAID (RECEIVED)	217,441	196,824	366,829	-	-	-	3,818,739
8. LEASE OPERATING COSTS	15,436,020	5,527,925	14,296,965	9,513,314	8,221,392	5,967,610	110,891,699
9. GOMEZ PIPELINE OBLIGATION	1,782,448	934,760	-	-	-	-	9,098,726
10. TITAN FEE	5,500,000	-	11,000,000	-	-	5,000,000	72,500,000
11. ATPIP FEES	3,054,707	1,590,000	-	-	-	-	15,482,614
12. GENERAL & ADMINISTRATIVE (MOR-7B)	1,186,527	1,349,760	836,588	963,345	845,673	720,332	21,345,373
13. OTHER OPERATING DISBURSEMENTS (MOR-7B)	-	-	-	-	-	-	-
TOTAL DISBURSEMENTS FROM OPERATIONS	57,999,421	31,849,362	35,551,414	26,417,750	21,794,994	28,608,500	456,169,368
14. CAPEX CASH DISBURSEMENTS (MOR-7B)	8,985,321	6,115,245	8,905,489	3,258,919	4,981,619	4,543,594	203,159,452
15. BANKRUPTCY & PROFESSIONAL FEES (MOR-9A)	7,104,615	8,688,447	(564,252)	30,000	-	-	40,431,360
16. FINANCING PAYMENTS - PRINCIPAL AND INTEREST (MOR-7B)	-	5,915,448	6,731,473	5,770,036	6,445,753	6,861,608	436,330,866
TOTAL DISBURSEMENTS**	74,089,357	52,568,502	50,624,124	35,476,705	33,222,366	40,013,702	1,136,091,046
17. NET CASH FLOW	3,347,094	13,811,231	(20,048,829)	(2,401,719)	8,883,318	(6,633,871)	10,016,488
18. CASH - END OF MONTH (MOR-2)	\$ 22,526,092	\$ 36,337,323	\$ 16,288,494	\$ 13,886,775	\$ 22,770,093	\$ 16,136,222	16,136,222

* 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 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013	FILING TO DATE
OTHER OPERATING RECEIPTS (Line 3)							
Miscellaneous	\$ 451,965	\$ 2,918,720	\$ 820,577	\$ 105,110	\$ 14,717	\$ 14,374	\$ 6,415,727
GENERAL & ADMINISTRATIVE (Line 12)							
Compensation	623,036	639,680	558,622	477,765	450,079	483,721	11,561,858
Rent	40,000	50,735	106,845	152,088	-	-	625,668
Office and general costs	78,734	197,716	27,005	74,870	33,458	23,912	687,665
Travel related	8,835	6,340	15,302	-	5,734	145	130,625
D&O	-	-	-	11,700	-	11,700	1,465,653
Other costs	435,922	455,289	128,814	246,922	356,402	200,854	6,873,904
GENERAL & ADMINISTRATIVE TOTAL	1,186,527	1,349,760	836,588	963,345	845,673	720,332	21,345,373
OTHER OPERATING DISBURSEMENTS (Line 13)	-	-	-	-	-	-	-
CAPEX CASH DISBURSMENTS (Line 14)							
Maintenance/Other	111,122	315,801	-	-	-	-	6,430,824
Clipper project	5,752,758	4,742,581	7,198,813	2,425,280	2,862,680	4,543,594	162,034,261
Gomez #9 project	-	-	-	-	-	-	-
Plugging and abandonment of oil and gas properties	3,121,441	1,056,863	1,706,676	833,639	2,118,939	-	34,694,367
CAPEX CASH DISBURSMENTS TOTAL	8,985,321	6,115,245	8,905,489	3,258,919	4,981,619	4,543,594	203,159,452
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	68,992,043
FINANCING PAYMENTS - PRINCIPAL AND INTEREST TOTAL	-	5,915,448	6,731,473	5,770,036	6,445,753	6,861,608	436,330,866
FINANCING RECEIPTS (Line 4)							
New facility proceeds	\$ 39,261,890	\$ 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 September 2013

BANK NAME	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	Green Bank	
ACCOUNT NUMBER	113334321	1000027441	6300050955	58902066488		3300247239	
ACCOUNT TYPE	<i>Operating</i>	<i>Deposit</i>	<i>Controlled Disbursement</i>	<i>Cafeteria Plan</i>	<i>Other</i>	<i>Payroll</i>	<i>TOTAL</i>
BANK BALANCE	\$ 19,318,633	\$ 2,928	\$ (3,216,444)	\$ (14,121)		\$ 45,226	\$ 16,136,222
DEPOSITS IN TRANSIT	-	-	-	-	-	-	-
OUTSTANDING CHECKS	-	-	-	-	-	-	-
ADJUSTED BANK BALANCE	\$ 19,318,633	\$ 2,928	\$ (3,216,444)	\$ (14,121)	\$ -	\$ 45,226	\$ 16,136,222
BEGINNING CASH - PER BOOKS	\$ 25,526,321	\$ 0	\$ (2,796,312)	\$ (13,863)	\$ -	\$ 53,947	\$ 22,770,093
RECEIPTS*	32,572,758	807,073	-	-	-	-	33,379,831
TRANSFERS BETWEEN ACCOUNTS (WITHDRAWAL) OR CONTRIBUTION BY INDIVIDUAL DEBTOR MFR-2	(10,951,311)	(804,145)	11,280,456	-	-	475,000	-
CHECKS/OTHER DISBURSEMENTS*	27,829,135	-	11,700,588	258	-	483,721	40,013,702
ENDING CASH - PER BOOKS	\$ 19,318,633	\$ 2,928	\$ (3,216,444)	\$ (14,121)	\$ -	\$ 45,226	\$ 16,136,222

MOR-8

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

Revised 07/01/98

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 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013
Leland E. Tate (salary)	28,754	28,464	28,339	28,339	28,339	28,339
Albert L. Reese Jr. (salary)	23,570	25,069	24,965	24,752	24,752	24,752
George R. Morris (salary)	25,500	25,652	25,454	25,320	25,320	25,320
Keith R. Godwin (salary)	23,592	24,327	24,297	24,022	24,022	24,022
TOTAL INSIDERS (MOR-1)	\$ 101,416	\$ 103,512	\$ 103,055	\$ 102,433	\$ 102,433	\$ 102,433

PROFESSIONALS	MONTH 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013
Debtor Professionals (MOR-9B)	\$ 3,131,574	\$ 4,171,210	\$ -	\$ -	\$ -	\$ -
DIP Lender Professionals (MOR-9B)	2,591,935	2,690,457	-	-	-	-
Committee Professionals (MOR-9B)	1,351,106	1,826,782	(564,252)	-	-	-
US Trustee (MOR-9B)	30,000	-	-	30,000	-	-
TOTAL PROFESSIONALS (MOR-1)	\$ 7,104,615	\$ 8,688,449	\$ (564,252)	\$ 30,000	\$ -	\$ -

Revised 07/01/98

MOR-9A

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

PROFESSIONALS	MONTH 4/30/2013	MONTH 5/31/2013	MONTH 6/30/2013	MONTH 7/31/2013	MONTH 8/31/2013	MONTH 9/30/2013
DEBTOR PROFESSIONALS						
<i>Debtor Legal Advisors</i>						
1 Mayer Brown, LLP	\$ 1,699,222	\$ 2,628,793	\$ -	\$ -	\$ -	\$ -
2 Munsch, Hardt, Kopf & Harr, PC	213,327	296,194	-	-	-	-
3 Slattery, Marino & Roberts	124,266	219,113	-	-	-	-
<i>Debtor Financial Advisors</i>						
4 Jefferies & Company, Inc.	135,131	90,000	-	-	-	-
5 Opportune, LLP	461,468	700,577	-	-	-	-
<i>Debtor Other</i>						
6 Kurtzman Carson Consultants, LLC	99,638	236,533	-	-	-	-
7 Blackhill Advisors, LP	122,364	-	-	-	-	-
8 RVM, Inc	134,365	-	-	-	-	-
9 FTI consulting	141,793	-	-	-	-	-
10 PricewaterhouseCoopers	-	-	-	-	-	-
TOTAL DEBTOR PROFESSIONALS (MOR-9A):	3,131,574	4,171,210	-	-	-	-
DIP LENDER PROFESSIONALS						
<i>DIP Legal Advisors</i>						
11 Bingham McCutchen LLP	1,104,253	995,624	-	-	-	-
12 Cravath, Swaine & Moore LLP	430,628	884,407	-	-	-	-
13 Winstead PC	430,593	-	-	-	-	-
14 Haynes and Boone, LLP	106,183	255,869	-	-	-	-
15 Rapp & Krock	-	10,670	-	-	-	-
16 Slaughter and May	-	-	-	-	-	-
17 De Brauw Blackstone	-	-	-	-	-	-
<i>DIP Financial Advisors</i>						
18 Houlihan Lokey	170,278	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	350,000	35,000	-	-	-	-
TOTAL DIP PROFESSIONALS (MOR-9A):	2,591,935	2,690,456	-	-	-	-
COMMITTEE PROFESSIONALS						
<i>Committee Legal Advisors</i>						
24 Milbank, Tweed, Hadley & McCloy, LLP	1,121,494	1,498,329	(564,252)	-	-	-
25 Porter Hedges, LLP	94,502	113,066	-	-	-	-
<i>Committee Financial Advisors</i>						
26 Duff & Phelps Securities	135,110	215,386	-	-	-	-
<i>Committee Other</i>						
27 RCI consultants	-	-	-	-	-	-
28 Capital Ventures	-	-	-	-	-	-
29 Latham & Watkins	-	-	-	-	-	-
TOTAL COMMITTEE PROFESSIONALS (MOR-9A):	1,351,106	1,826,781	(564,252)	-	-	-
30 US Trustee Payment Center (MOR-9A)	\$ 30,000	\$ -	\$ -	\$ 30,000	\$ -	\$ -

MOR-9B