

**MOR-1**

**UNITED STATES BANKRUPTCY COURT**

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 APRIL 2013**

MONTH	11/30/2012	12/31/2012	1/31/2012	2/28/2013	3/31/2013	4/30/2013
REVENUES (MOR-6)	\$ 31,765,591	\$ 32,224,068	\$ 30,171,748	\$ 27,910,923	\$ 39,713,346	\$ 50,068,150
INCOME (LOSS) FROM OPERATIONS (MOR-6)	(6,313,659)	(3,189,854)	1,182,116	(2,358,300)	(30,397,027)	9,717,229
NET INCOME (LOSS) (MOR-6)	(22,150,243)	(19,931,448)	(10,683,813)	(21,235,879)	(44,033,211)	(15,731,174)
PAYMENTS TO INSIDERS (MOR-9A)	159,194	912,680	84,248	83,938	88,664	101,416
PAYMENTS TO PROFESSIONALS (MOR-9A)	5,432,032	4,019,279	1,353,443	9,015,847	2,846,854	7,104,615
TOTAL DISBURSEMENTS (MOR-8)	\$ 57,414,266	\$ 79,088,059	\$ 60,531,327	\$ 69,213,245	\$ 41,993,343	\$ 74,089,357

\*\*\*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		EXP. DATE
CASUALTY	YES (X) NO ( )	06-30-13
LIABILITY	YES (X) NO ( )	10-31-13
VEHICLE	YES (X) NO ( )	10-31-13
WORKER'S	YES (X) NO ( )	06-30-13
OTHER	YES (X) NO ( )	06-01-13

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?  
 We are in the preliminary stages of formulating a Plan of Reorganization.

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 Keith R. Godwin TITLE: Chief Accounting Officer  
 (ORIGINAL SIGNATURE)

Keith R. Godwin  
 (PRINT NAME OF SIGNATORY)

May 20, 2013  
 DATE Revised 07/01/98

**MOR-1**



123618713052000000000009

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

ASSETS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH
	11/30/2012	12/31/2012	1/31/2013	2/28/2013	3/31/2013	4/30/2013
<b>CURRENT ASSETS</b>						
Cash (MOR-7A)	\$ 21,768,168	\$ 27,461,947	\$ 31,017,288	\$ 34,392,972	\$ 19,178,998	\$ 22,526,092
Restricted Cash	32,834,527	6,761,481	4,842,120	4,842,329	4,842,529	17,092,400
Accounts Receivable, Net	43,065,163	44,230,795	42,127,058	40,574,700	53,225,937	66,630,024
Accounts Receivable, Related Party	-	762,714	762,714	240,452	156,577	62,405
Accounts Receivable, Affiliates	721,441,532	728,001,311	733,427,809	738,196,315	744,513,126	750,164,784
Prepaid Expenses and Other Current Assets	15,435,513	13,558,411	11,371,647	17,193,140	18,937,896	13,950,223
<b>TOTAL CURRENT ASSETS</b>	<b>834,544,903</b>	<b>820,776,659</b>	<b>823,548,636</b>	<b>835,439,908</b>	<b>840,855,063</b>	<b>870,425,928</b>
Oil & Gas Properties	2,958,065,891	2,974,039,661	2,990,718,996	3,007,115,634	3,017,485,722	3,028,637,675
Less Accumulated DD&A and Impairment	1,685,343,773	1,702,319,023	1,715,599,235	1,729,144,443	1,783,178,140	1,804,992,582
<b>OIL &amp; GAS PROPERTIES, NET</b>	<b>1,272,722,118</b>	<b>1,271,720,638</b>	<b>1,275,119,761</b>	<b>1,277,971,191</b>	<b>1,234,307,582</b>	<b>1,223,645,093</b>
<b>OTHER ASSETS</b>						
1. Deferred Tax Assets	-	-	-	-	-	-
2. Investments in Affiliates	860,285,519	854,658,147	851,317,990	847,945,293	841,722,646	839,338,782
3. Deferred Financing Costs - net	1,756,502	1,690,150	1,630,373	1,571,025	1,504,354	1,442,559
4. Furniture & Fixtures, net	396,666	374,663	354,364	334,066	313,780	293,589
5. Other Non-current Receivable	12,287,418	12,292,086	12,296,755	12,300,975	12,305,648	12,310,172
6. Non-current Restricted Cash	-	10,828,192	21,511,292	19,419,397	19,420,245	19,421,090
<b>TOTAL ASSETS</b>	<b>\$ 2,981,993,126</b>	<b>\$ 2,972,340,535</b>	<b>\$ 2,985,779,171</b>	<b>\$ 2,994,981,855</b>	<b>\$ 2,950,429,318</b>	<b>\$ 2,966,877,213</b>

MOR-2

Revised 07/01/98

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

<b>LIABILITIES &amp; OWNERS' EQUITY</b>	<b>MONTH</b> 11/30/2012	<b>MONTH</b> 12/31/2012	<b>MONTH</b> 1/31/2013	<b>MONTH</b> 2/28/2013	<b>MONTH</b> 3/31/2013	<b>MONTH</b> 4/30/2013
<b>LIABILITIES</b>						
POST-PETITION LIABILITIES(MOR-4)	\$ 573,175,745	\$ 606,981,811	\$ 650,659,808	\$ 697,301,851	\$ 717,458,482	\$ 767,775,189
<b>PRE-PETITION LIABILITIES</b>						
Secured obligations	1,666,895,379	1,666,667,861	1,669,859,237	1,676,482,844	1,679,289,831	1,679,486,368
Priority unsecured obligations	10,759,598	10,759,598	10,759,598	10,759,598	10,759,598	10,759,598
Unsecured obligations	153,633,566	154,530,858	145,344,702	137,015,249	134,341,998	134,437,670
Other pre-petition obligations	-	-	-	-	-	-
<b>TOTAL CLAIMABLE PRE-PETITION LIABILITIES</b>	<b>1,831,288,543</b>	<b>1,831,958,317</b>	<b>1,825,963,537</b>	<b>1,824,257,691</b>	<b>1,824,391,427</b>	<b>1,824,683,636</b>
Asset Retirement Obligation <sup>(1)</sup>	150,540,263	150,639,591	151,600,166	151,164,403	151,692,171	151,098,042
Derivative Liability	-	-	-	-	-	-
Other obligations <sup>(2)</sup>	504,590,990	486,816,091	475,335,236	464,443,423	449,230,818	432,601,291
<b>TOTAL LIABILITIES</b>	<b>3,059,595,541</b>	<b>3,076,395,810</b>	<b>3,103,558,747</b>	<b>3,137,167,368</b>	<b>3,142,772,898</b>	<b>3,176,158,158</b>
<b>OWNERS' EQUITY (DEFICIT)</b>						
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	73,288
TREASURY STOCK	(911,729)	(911,729)	(911,729)	(911,729)	(911,729)	(911,729)
ADDITIONAL PAID-IN CAPITAL	678,990,045	678,096,005	678,392,363	678,565,003	678,662,791	678,695,742
8/1-8/17 TRANSLATION ADJUSTMENT <sup>(3)</sup>	-	-	-	-	-	-
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	(65,899,091)	(85,830,539)	(96,514,352)	(117,750,231)	(161,783,442)	(177,514,616)
Equity in earnings of ATPIP and ATP Titan: Post Filing Date	(15,097,379)	(20,724,751)	(24,061,597)	(27,404,295)	(33,626,939)	(34,866,081)
<b>TOTAL OWNERS' EQUITY (DEFICIT)</b>	<b>(77,602,415)</b>	<b>(104,055,275)</b>	<b>(117,779,576)</b>	<b>(142,185,513)</b>	<b>(192,343,580)</b>	<b>(209,280,945)</b>
<b>TOTAL LIABILITIES &amp; OWNERS' EQUITY</b>	<b>\$ 2,981,993,126</b>	<b>\$ 2,972,340,535</b>	<b>\$ 2,985,779,171</b>	<b>\$ 2,994,981,855</b>	<b>\$ 2,950,429,318</b>	<b>\$ 2,966,877,213</b>

**MOR-3**

Revised 07/01/98

- (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.
- (3) Our August 17 through August 31, 2012 income was estimated using an allocation of 15/31 days for certain line items. Our balance sheet line items represent the August 17 balances when possible; otherwise amounts presented represent July 31 balances. Because of this, an equity translation adjustment was required.

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

### SCHEDULE OF POST-PETITION LIABILITIES

	MONTH 11/30/2012	MONTH 12/31/2012	MONTH 1/31/2013	MONTH 2/28/2013	MONTH 3/31/2013	MONTH 4/30/2013
TRADE ACCOUNTS PAYABLE (MOR-5)	\$ 14,180,863	\$ 15,322,843	\$ 11,996,568	\$ 11,356,234	\$ 35,773,719	\$ 14,149,519
ACCOUNTS PAYABLE - AFFILIATES	5,764,704	2,357,704	2,346,253	1,619,753	4,733,165	1,629,684
TAX PAYABLE						
Federal Payroll Taxes	-	-	-	-	-	-
State Payroll Taxes	-	-	-	-	-	-
Ad Valorem Taxes	-	-	-	-	-	-
Other Taxes	-	-	-	-	-	-
TOTAL TAXES PAYABLE	-	-	-	-	-	-
SECURED DEBT POST-PETITION	528,769,960	560,562,828	598,571,531	647,741,740	652,518,562	704,430,071
ACCRUED INTEREST PAYABLE	5,000,980	3,332,769	5,045,322	5,053,160	6,031,866	5,983,255
ACCRUED PROFESSIONAL FEES*	-	2,338,073	-	-	-	5,199,812
OTHER ACCRUED LIABILITIES						
1. Payroll accruals	-	-	-	-	-	-
2. Other accruals	12,937,793	17,103,704	27,310,623	26,327,533	9,594,824	12,652,592
3. Other payables	6,521,445	5,963,890	5,389,511	5,203,431	8,806,346	23,730,256
<b>TOTAL POST-PETITION LIABILITIES (MOR-3)</b>	<b>\$ 573,175,745</b>	<b>\$ 606,981,811</b>	<b>\$ 650,659,808</b>	<b>\$ 697,301,851</b>	<b>\$ 717,458,482</b>	<b>\$ 767,775,189</b>

\*Payment requires Court Approval

**MOR-4**

Revised 07/01/98

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

**AGING OF POST-PETITION LIABILITIES**  
**MONTH** April 2013

DAYS	TOTAL	TRADE ACCOUNTS	FEDERAL TAXES	STATE TAXES	AD VALOREM, OTHER TAXES
0-30	\$ 10,633,486	\$ 10,633,486	\$ -	\$ -	\$ -
31-60	3,514,241	3,514,241	-	-	-
61-90	1,793	1,793	-	-	-
91+	-	-	-	-	-
<b>TOTAL</b>	<b>\$ 14,149,519</b>	<b>\$ 14,149,519</b>	<b>\$ -</b>	<b>\$ -</b>	<b>\$ -</b>

**AGING OF ACCOUNTS RECEIVABLE**

DAYS	TOTAL	Revenue	Joint Interest <sup>(1)</sup>	Other
0-30 DAYS	\$ 58,732,785	\$ 55,154,092	\$ 2,802,730	\$ 775,963
31-60 DAYS	173,848	-	173,848	
61-90 DAYS	280,272	-	280,272	
91+ DAYS	7,254,775	-	7,254,775	
<b>TOTAL</b>	<b>\$ 66,441,680</b>	<b>\$ 55,154,092</b>	<b>\$ 10,511,625</b>	<b>\$ 775,963</b>

**MOR-5**

*Revised 07/01/98*

(1) 91+ day balance includes \$5.7 million related to receivables for which counterparties assert an offset for pre-petition claims  
\$0.9 million of amounts regarding Black Elk/Nippon lawsuit

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

	MONTH 11/30/2012	MONTH 12/31/2012	MONTH 1/31/2013	MONTH 2/28/2013	MONTH 3/31/2013	MONTH 4/30/2013	FILING TO DATE
REVENUES (MOR-1)	\$ 31,765,591	\$ 32,224,068	\$ 30,171,748	\$ 27,910,923	\$ 39,713,346	\$ 50,068,150	\$ 303,306,713
GROSS PROFIT	31,765,591	32,224,068	30,171,748	27,910,923	39,713,346	50,068,150	303,306,713
<b>OPERATING EXPENSES:</b>							
Lease Operating Expenses	8,386,269	8,814,772	6,504,280	7,323,601	7,314,840	7,454,329	63,872,383
Processing fees, related party	6,590,000	6,643,000	6,643,000	6,484,000	6,643,000	6,590,000	56,282,290
Depreciation, depletion and amortization	20,546,958	15,875,072	13,300,510	13,565,507	17,480,103	21,834,633	137,483,044
Impairment of oil and gas properties	-	1,122,182	-	-	36,573,880	-	37,696,062
Accretion	1,000,518	1,009,476	960,222	968,795	977,446	986,174	8,502,284
Abandonment(Gain)/Loss	-	(4,564)	-	-	-	-	158,454
Compensation Expense	1,265,270	821,145	993,692	1,047,146	812,479	1,346,652	9,590,323
Professional Fees	341,154	1,156,098	117,935	808,688	157,050	766,202	5,160,809
Other General & Administrative	(50,919)	(23,259)	469,993	71,486	151,575	1,372,931	2,424,391
<b>TOTAL OPERATING EXPENSES</b>	<b>38,079,250</b>	<b>35,413,922</b>	<b>28,989,632</b>	<b>30,269,223</b>	<b>70,110,373</b>	<b>40,350,921</b>	<b>321,170,040</b>
INCOME (LOSS) FROM OPERATIONS (MOR-1)	(6,313,659)	(3,189,854)	1,182,116	(2,358,300)	(30,397,027)	9,717,229	(17,863,327)
INTEREST INCOME	4,818,186	5,135,175	5,401,059	4,727,006	5,275,921	5,155,664	41,912,409
INTEREST (EXPENSE), NET	(16,457,399)	(15,503,937)	(15,824,520)	(16,291,889)	(16,258,097)	(19,065,073)	(130,359,831)
DERIVATIVES GAIN/(LOSS)	4,387	(49,716)	(80,324)	(376,909)	(272,733)	(217,441)	(1,024,587)
DEBT EXTINGUISHMENT GAIN/(LOSS)	-	-	-	-	-	-	(6,937,100)
TOTAL INT, DER. & OTHER ITEMS	(11,634,826)	(10,418,478)	(10,503,785)	(11,941,792)	(11,254,909)	(14,126,850)	(96,409,109)
NET INCOME (LOSS) BEFORE REORGANIZATION EXPENSES	(17,948,485)	(13,608,332)	(9,321,669)	(14,300,092)	(41,651,936)	(4,409,621)	(114,272,436)
<b>REORGANIZATION (EXPENSES):</b>							
US Trustee fees	-	-	(30,000)	-	-	(30,000)	(120,000)
Professional fees	(4,201,758)	(6,323,116)	(1,332,144)	(6,935,787)	(2,381,275)	(11,291,553)	(36,965,988)
Debt valuation adjustments	-	-	-	-	-	-	-
Claims adjustments	-	-	-	-	-	-	(26,156,192)
Interest income	-	-	-	-	-	-	-
REORGANIZATION EXPENSES, NET:	(4,201,758)	(6,323,116)	(1,362,144)	(6,935,787)	(2,381,275)	(11,321,553)	(63,242,180)
<b>NET INCOME (LOSS) (MOR-1)</b>	<b>\$ (22,150,243)</b>	<b>\$ (19,931,448)</b>	<b>\$ (10,683,813)</b>	<b>\$ (21,235,879)</b>	<b>\$ (44,033,211)</b>	<b>\$ (15,731,174)</b>	<b>\$ (177,514,616)</b>

Accrual Accounting Required, Otherwise Footnote with Explanation.

MOR-6

Revised 07/01/98

CASE NAME: ATP Oil &amp; Gas Corporation

CASE NUMBER: 12-36187

CASH RECEIPTS AND DISBURSEMENTS	MONTH	MONTH	MONTH	MONTH	MONTH	MONTH	FILING TO
	11/30/2012	12/31/2012	1/31/2013	2/28/2013	3/31/2013	4/30/2013	DATE
1. CASH-BEGINNING OF MONTH	\$ 39,600,277	\$ 21,768,168	\$ 27,461,947	\$ 31,017,288	\$ 34,392,972	\$ 19,178,998	\$ 6,119,734
<b>RECEIPTS:</b>							
1. COLLECTION OF NET REVENUE ACCOUNTS RECEIVABLE	31,906,235	30,003,561	27,380,551	26,461,216	25,920,253	37,214,657	263,793,234
2. COLLECTION OF JOINT INTEREST ACCOUNTS RECEIVABLE	75,705	422,632	370,126	309,831	807,145	507,939	3,558,070
3. OTHER OPERATING RECEIPTS (MOR-7B)	653,805	96,689	116,279	745,494	51,971	451,965	2,542,229
4. FINANCING RECEIPTS (MOR-7B)	6,946,412	54,258,956	36,219,712	45,072,388	-	39,261,890	670,698,472
TOTAL RECEIPTS**	39,582,157	84,781,838	64,086,668	72,588,929	26,779,369	77,436,451	940,592,005
(Withdrawal) Contribution by Individual Debtor MFR-2*							
<b>DISBURSEMENTS:</b>							
5. TERM-LIMITED ORRI	3,838,613	3,112,889	3,577,064	2,931,863	2,033,705	10,568,990	31,761,212
6. TERM-LIMITED NPI	16,535,724	18,117,033	13,883,293	11,857,417	-	20,253,288	114,380,302
7. DERIVATIVE SETTLEMENTS PAID (RECEIVED)	(4,387)	49,716	80,324	376,910	272,733	217,441	3,255,086
8. LEASE OPERATING COSTS	3,560,882	8,849,102	11,790,128	6,312,650	9,050,886	15,436,020	67,364,493
9. GOMEZ PIPELINE OBLIGATION	898,828	-	922,920	1,824,826	-	1,782,448	8,163,966
10. TITAN FEE	5,000,000	10,000,000	5,000,000	5,500,000	5,000,000	5,500,000	56,500,000
11. ATPIP FEES	1,571,682	(71,318)	1,532,633	1,571,682	1,571,682	3,054,707	13,892,614
12. GENERAL & ADMINISTRATIVE (MOR-7B)	1,650,573	3,681,736	1,576,444	2,722,378	979,678	1,186,527	16,629,675
13. OTHER OPERATING DISBURSEMENTS (MOR-7B)	-	-	-	-	-	-	-
TOTAL DISBURSEMENTS FROM OPERATIONS	33,051,915	43,739,158	38,362,806	33,097,726	18,908,684	57,999,421	311,947,348
14. CAPEX CASH DISBURSMENTS (MOR-7B)	14,214,751	24,455,908	17,350,856	22,091,645	15,221,940	8,985,321	175,354,586
15. BANKRUPTCY & PROFESSIONAL FEES (MOR-9A)	5,432,032	4,019,279	1,353,443	9,015,847	2,846,854	7,104,615	32,277,165
16. FINANCING PAYMENTS - PRINCIPAL AND INTEREST (MOR-7B)	4,715,568	6,873,714	3,464,222	5,008,027	5,015,865	-	404,606,548
TOTAL DISBURSEMENTS**	57,414,266	79,088,059	60,531,327	69,213,245	41,993,343	74,089,357	924,185,647
17. NET CASH FLOW	(17,832,109)	5,693,779	3,555,341	3,375,684	(15,213,974)	3,347,094	16,406,358
18. CASH - END OF MONTH (MOR-2)	\$ 21,768,168	\$ 27,461,947	\$ 31,017,288	\$ 34,392,972	\$ 19,178,998	\$ 22,526,092	\$ 22,526,092

\* Applies to Individual debtors only

**MOR-7A**

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

RECEIPTS and CHECKS/OTHER DISBURSEMENTS lines on MOR-8

Revised 07/01/98

CASE NAME:  
CASE NUMBER:

<b>CASH RECEIPTS AND DISBURSEMENTS DETAIL</b>	MONTH 11/30/2012	MONTH 12/31/2012	MONTH 1/31/2013	MONTH 2/28/2013	MONTH 3/31/2013	MONTH 4/30/2013	FILING TO DATE
OTHER OPERATING RECEIPTS (Line 3)							
Miscellaneous	\$ 653,805	\$ 96,689	\$ 116,279	\$ 745,494	\$ 51,971	\$ 451,965	\$ 2,542,229
GENERAL & ADMINISTRATIVE (Line 12)							
Compensation	907,731	2,723,959	662,086	843,636	594,694	623,036	8,951,991
Rent	-	3,419	1,987	1,987	102,277	40,000	316,000
Office and general costs	11,151	13,253	23,878	16,470	15,018	78,734	330,704
Travel related	10,447	12,346	2,198	20,166	2,130	8,835	103,104
D&O	20,502	20,000	-	1,140,685	-	-	1,442,253
Other costs	700,742	908,759	886,295	699,434	265,559	435,922	5,485,623
GENERAL & ADMINISTRATIVE TOTAL	1,650,573	3,681,736	1,576,444	2,722,378	979,678	1,186,527	16,629,675
OTHER OPERATING DISBURSEMENTS (Line 13)	-	-	-	-	-	-	-
CAPEX CASH DISBURSMENTS (Line 14)							
Maintenance/Other	-	346,243	484,645	4,638,352	506,676	111,122	6,115,023
Clipper project	13,391,177	10,981,074	5,770,884	18,005,356	13,531,053	5,752,758	140,261,313
Gomez #9 project	-	-	-	-	-	-	-
Plugging and abandonment of oil and gas properties	823,574	13,128,591	11,095,327	(552,063)	1,184,211	3,121,441	28,978,250
CAPEX CASH DISBURSMENTS TOTAL	14,214,751	24,455,908	17,350,856	22,091,645	15,221,940	8,985,321	175,354,586
FINANCING PAYMENTS - PRINCIPAL AND INTEREST (Line 16)							
1st lien principal and interest	-	-	-	-	-	-	367,338,823
New facility principal and interest	4,715,568	6,873,714	3,464,222	5,008,027	5,015,865	-	37,267,725
FINANCING PAYMENTS - PRINCIPAL AND INTEREST TOTAL	4,715,568	6,873,714	3,464,222	5,008,027	5,015,865	-	404,606,548
FINANCING RECEIPTS (Line 4)							
New facility proceeds	\$ 6,946,412	\$ 54,258,956	\$ 36,219,712	\$ 45,072,388	\$ -	\$ 39,261,890	\$ 670,698,472

MOR-7B



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

**CASH ACCOUNT RECONCILIATION**  
**MONTH OF** April 2013

BANK NAME	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	JPMorgan Chase	Green Bank	
ACCOUNT NUMBER	113334321	1000027441	6300050955	58902066488	113400841	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	\$ 24,602,022	\$ -	\$ (2,453,676)	\$ (11,310)	\$ -	\$ 389,056	\$ 22,526,092
DEPOSITS IN TRANSIT							-
OUTSTANDING CHECKS							-
ADJUSTED BANK BALANCE	\$ 24,602,022	\$ -	\$ (2,453,676)	\$ (11,310)	\$ -	\$ 389,056	\$ 22,526,092
BEGINNING CASH - PER BOOKS	\$ 20,373,505	\$ -	\$ (1,451,750)	\$ (4,849)	\$ -	\$ 262,092	\$ 19,178,998
RECEIPTS*	77,436,451						77,436,451
TRANSFERS BETWEEN ACCOUNTS (WITHDRAWAL) OR CONTRIBUTION BY INDIVIDUAL DEBTOR MFR-2	14,760,834		(15,510,834)			750,000	-
CHECKS/OTHER DISBURSEMENTS*	87,968,768		(14,508,908)	6,461		623,036	74,089,357
ENDING CASH - PER BOOKS	\$ 24,602,022	\$ -	\$ (2,453,676)	\$ (11,310)	\$ -	\$ 389,056	\$ 22,526,092

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 11/30/2012	MONTH <sup>(1)</sup> 12/31/2012	MONTH 1/31/2013	MONTH 2/28/2013	MONTH 3/31/2013	MONTH 4/30/2013
1 T. Paul Bulmahn (salary)	\$ 36,798	\$ 36,798	\$ -	\$ -	\$ -	\$ -
2 Leland E. Tate (salary)	29,267	29,267	26,151	25,894	27,521	28,754
3 Leland E. Tate (bonus)	-	202,263	-	-	-	-
4 Albert L. Reese Jr. (salary)	24,863	24,863	19,348	19,319	19,319	23,570
5 Albert L. Reese Jr. (bonus)	-	194,172	-	-	-	-
6 George R. Morris (salary)	25,554	25,554	23,386	23,362	23,362	25,500
7 George R. Morris (bonus)	-	183,875	-	-	-	-
8 John E. Tschirhart (salary)	18,455	9,227	-	-	-	-
9 Keith R. Godwin (salary)	24,257	24,257	15,363	15,363	18,462	23,592
10 Keith R. Godwin (bonus)	-	182,404	-	-	-	-
<b>TOTAL INSIDERS (MOR-1)</b>	<b>\$ 159,194</b>	<b>\$ 912,680</b>	<b>\$ 84,248</b>	<b>\$ 83,938</b>	<b>\$ 88,664</b>	<b>\$ 101,416</b>

PROFESSIONALS	MONTH 11/30/2012	MONTH 12/31/2012	MONTH 1/31/2013	MONTH 2/28/2013	MONTH 3/31/2013	MONTH 4/30/2013
Debtor Professionals (MOR-9B)	\$ 4,169,875	\$ 1,893,728	\$ -	\$ 6,294,554	\$ 2,323,226	\$ 3,131,574
DIP Lender Professionals (MOR-9B)	1,262,157	428,722	1,323,443	630,752	307,574	2,591,935
Committee Professionals (MOR-9B)	-	1,696,829	-	2,090,541	216,054	1,351,106
US Trustee (MOR-9B)	-	-	30,000	-	-	30,000
<b>TOTAL PROFESSIONALS (MOR-1)</b>	<b>\$ 5,432,032</b>	<b>\$ 4,019,279</b>	<b>\$ 1,353,443</b>	<b>\$ 9,015,847</b>	<b>\$ 2,846,854</b>	<b>\$ 7,104,615</b>

Revised 07/01/98

#### MOR-9A

(1) ATP made the referenced bonus payments to ATP insiders in December 2012, but on or before April 30, 2013 all such payments, except for \$62,405, were repaid to the estate by such insiders, with the balance of such payments expected to be repaid in their entirety during May 2013.

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

**PAYMENTS TO PROFESSIONALS**

PROFESSIONALS	MONTH 11/30/2012	MONTH 12/31/2012	MONTH 1/31/2013	MONTH 2/28/2013	MONTH 3/31/2013	MONTH 4/30/2013
<b>DEBTOR PROFESSIONALS</b>						
<i>Debtor Legal Advisors</i>						
1 Mayer Brown, LLP	\$ 2,084,621	\$ 1,130,702	\$ -	\$ 2,740,285	\$ 1,212,012	\$ 1,699,222
2 Munsch, Hardt, Kopf & Harr, PC	10,668	43,102	-	150,527	98,473	213,327
3 Slattery, Marino & Roberts	-	-	-	818,550	188,776	124,266
<i>Debtor Financial Advisors</i>						
4 Jefferies & Company, Inc.	1,093,148	148,457	-	409,272	201,380	135,131
5 Opportune, LLP	534,924	471,467	-	963,975	489,134	461,468
<i>Debtor Other</i>						
6 Kurtzman Carson Consultants, LLC	446,514	-	-	262,237	-	99,638
7 Blackhill Advisors, LP	-	100,000	-	58,833	133,451	122,364
8 RVM, Inc	-	-	-	27,425	-	134,365
9 FTI consulting	-	-	-	-	-	141,793
10 PricewaterhouseCoopers	-	-	-	863,450	-	-
TOTAL DEBTOR PROFESSIONALS (MOR-9A):	4,169,875	1,893,728	-	6,294,554	2,323,226	3,131,574
<b>DIP LENDER PROFESSIONALS</b>						
<i>DIP Legal Advisors</i>						
11 Bingham McCutchen LLP	669,528	-	648,060	-	-	1,104,253
12 Cravath, Swaine & Moore LLP	-	-	387,855	471,967	-	430,628
13 Winstead PC	304,440	-	-	158,785	140,359	430,593
14 Haynes and Boone, LLP	-	215,069	21,300	-	-	106,183
15 Slaughter and May	-	-	27,254	-	-	-
16 De Brauw Blackstone	-	-	27,722	-	-	-
<i>DIP Financial Advisors</i>						
17 Houlihan Lokey	164,133	152,036	159,780	-	164,856	170,278
<i>DIP Other</i>						
18 Netherland Sewell & Associates, Inc.	40,540	61,617	41,378	-	-	-
19 Arthur C. Leblanc, Jr	83,516	-	-	-	-	-
20 Bryan Cave LLP	-	-	-	-	2,359	-
21 Merrill Communications	-	-	10,094	-	-	-
22 Spencer Stuart	-	-	-	-	-	350,000
TOTAL DIP PROFESSIONALS (MOR-9A):	1,262,157	428,722	1,323,443	630,752	307,574	2,591,935
<b>COMMITTEE PROFESSIONALS</b>						
<i>Committee Legal Advisors</i>						
23 Milbank, Tweed, Hadley & McCloy, LLP	-	1,514,418	-	1,394,839	-	1,121,494
24 Porter Hedges, LLP	-	182,411	-	159,959	54,742	94,502
<i>Committee Financial Advisors</i>						
25 Duff & Phelps Securities	-	-	-	535,743	145,132	135,110
<i>Committee Other</i>						
26 RCI consultants	-	-	-	-	14,000	-
26 Capital Ventures	-	-	-	-	2,180	-
TOTAL COMMITTEE PROFESSIONALS (MOR-9A):	-	1,696,829	-	2,090,541	216,054	1,351,106
27 US Trustee Payment Center (MOR-9A)	\$ -	\$ -	\$ 30,000	\$ -	\$ -	\$ 30,000

MOR-9B

Revised 07/01/98