

May Phillip R Jr  
Form 4  
December 06, 2018

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
May Phillip R Jr

2. Issuer Name and Ticker or Trading Symbol  
ENTERGY CORP /DE/ [ETR]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/04/2018

\_\_\_\_ Director  
\_\_\_\_ Officer (give title below)  10% Owner  
\_\_\_\_ Other (specify below)  
"Officer" Under Sec. 16 Rules

C/O ENTERGY CORPORATION  
LEGAL DEPARTMENT, 639  
LOYOLA AVENUE, 26TH FLOOR

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

NEW ORLEANS, LA 70113

(City) (State) (Zip)

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |   |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |   |
|                                 |                                      |  |                                | Code  | V   | Amount   |                                   |   |
| Common Stock                    | 12/04/2018                           |  | M                              | 2,300   | A   | \$ 71.3  | 14,240                            | D |
| Common Stock                    | 12/04/2018                           |  | S <sup>(1)</sup>               | 2,300   | D   | \$ 89  | 11,940                            | D |
| Common Stock                    | 12/04/2018                           |  | M                              | 2,000   | A   | \$ 64.6  | 13,940                            | D |
| Common Stock                    | 12/04/2018                           |  | S <sup>(1)</sup>               | 2,000   | D   | \$ 88  | 11,940                            | D |
| Common Stock                    | 12/04/2018                           |  | M                              | 3,000   | A   | \$ 63.17   | 14,940                            | D |

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|              |            |                  |       |   |          |        |   |           |
|--------------|------------|------------------|-------|---|----------|--------|---|-----------|
| Common Stock | 12/04/2018 | S <sup>(1)</sup> | 3,000 | D | \$ 89    | 11,940 | D |           |
| Common Stock | 12/04/2018 | M                | 3,000 | A | \$ 70.53 | 14,940 | D |           |
| Common Stock | 12/04/2018 | S <sup>(1)</sup> | 3,000 | D | \$ 88    | 11,940 | D |           |
| Common Stock |            |                  |       |   |          | 6,755  | I | By 401(k) |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 3) | 2. Conversion or Exercise Price of Derivative Security | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transaction Code (Instr. 8) | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | 8. Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         | Amount or Number of Shares |
| Employee Stock Option (Right to Buy)       | \$ 71.3  | 12/04/2018                           |  | M                              | 2,300   | (2)  | (2)   | Common Stock                  | 2,300                      |
| Employee Stock Option (Right to Buy)       | \$ 64.6  | 12/04/2018                           |  | M                              | 2,000   | (3)  | 01/31/2023  | Common Stock                  | 2,000                      |
| Employee Stock Option (Right to Buy)       | \$ 63.17   | 12/04/2018                           |  | M                              | 3,000   | (4)  | 01/30/2024  | Common Stock                  | 3,000                      |
| Employee Stock                             | \$ 70.53   | 12/04/2018                           |  | M                              | 3,000   | (5)  | 01/26/2027  | Common Stock                  | 3,000                      |

Option  
(Right to  
Buy)

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                                  |       |
|---|---------------|-----------|----------------------------------|-------|
|   | Director      | 10% Owner | Officer                          | Other |
| May Phillip R Jr<br>C/O ENTERGY CORPORATION LEGAL<br>DEPARTMENT<br>639 LOYOLA AVENUE, 26TH FLOOR<br>NEW ORLEANS, LA 70113 |               |           | "Officer" Under Sec. 16<br>Rules |       |

## Signatures

/s/ Daniel T. Falstad by power of attorney 12/06/2018

\*\*Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- \*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sale reported in this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 5, 2018.
- (2) The options vested in three equal annual installments on January 26, 2013, 2014 and 2015.
- (3) The options vested in three equal annual installments on January 31, 2014, 2015 and 2016.
- (4) The options vested in three equal annual installments on January 30, 2015, 2016 and 2017.
- (5) The options vested on January 26, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.