

ENTERGY CORP /DE/
Form 4
April 02, 2003

FORM 4

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

OMB APPROVAL

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

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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

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| | | | | | | | | |
|---|--|--|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person* YELVERTON, JERRY W. (Last) (First) (Middle) | | | 2. Issuer Name and Ticker or Trading Symbol ENTERGY CORPORATION (ETR) | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) | | |
| 639 Loyola Avenue | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Day/Year 03/31/03 | | |
| (Street) New Orleans, LA 70113 | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | 7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person | | |
| (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 & 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Ownership (Instr. 4) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|--|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Entergy Corporation Common Stock | 03/31/03 | | M ⁽²⁾ | | 21,512 | A | 47.8075 | 21,512 | D | |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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FORM 4 (continued) 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 & 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported | 10. Ownership Form of Derivative Security: | 11. Nature of Indirect Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|--|---|

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| | | Year) | of (D) (Instr. 3, 4 & 5) | | | Date Exer-cisable | Expira- tion Date | Title | Amount or Number of Shares | Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | |
|------------------------------------|----------------|-----------------|-----------------------------|---|---------------|----------------------|-------------------------|-----------------------|--|------------------------------|--|----------|
| | | | Code | V | (A) (D) | | | | | | | |
| Phantom Stock Units | 1 for 1 | 03/31/03 | D⁽¹⁾ | | 4,000 | 03/31/03 | 03/31/03 | ETR Common | 4,000 | 48.15 | 0 | D |
| Phantom Stock Units | 1 for 1 | 03/31/03 | M⁽²⁾ | | 21,512 | 03/31/03 | 03/31/03 | ETR Common | 21,512 | 47.8075 | 0 | D |
| Phantom Stock Units | 1 for 1 | 03/31/03 | D⁽²⁾ | | 14,341 | 03/31/03 | 03/31/03 | ETR Common | 14,341 | 47.8075 | 0 | D |

Explanation of Responses:

(1) Filing individual was previously granted 10,000 restricted phantom units by the Company. On March 31, 2003, restrictions were lifted on 4,000 of these units and the filing individual received cash for the value of these 4,000 phantom units. These sales are exempt from Section 16(b) under Rule 16b-3.

(2) Filing individual retired from the Company on March 31, 2003. Pursuant to the terms of the Company's Equity Awards Program within the Equity Ownership Plan, the filing individual's 35,853 phantom units in this Program were distributed at retirement as follows: 60% of the units were converted to common shares (21,512 shares) and 40% of the units were sold to pay the withholding (14,341 units). These sales are exempt from Section 16(b) under Rule 16b-3.

By: /s/ **Christopher T. Screen**
for **Jerry W. Yelverton**
**Signature of Reporting Person

04/02/03
Date

**Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.
If space is insufficient, See Instruction 6 for procedure.

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