

ENTERGY CORP /DE/
Form 4/A
February 07, 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).

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed By
Romeo and Dye's
Section 16 Filer
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| | | | | | | | | |
|--------------------------------------------------------------------------------------------------|--|--|----------------------------------------------------------------------------------------|--|--|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
| 1. Name and Address of Reporting Person* SHANKS, CAROLYN C. (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) | | |
| 308 East Pearl St., 10th Floor | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Day/Year 01/30/03 | | |
| (Street) Jackson, MS 39215 | | | | | | 5. If Amendment, Date of Original (Month/Day/Year) 0203/03⁽³⁾ | | |
| (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 | | | |
| | | | | | | | | | | |

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 Beneficial Ownership (Instr. 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------------|--------------------------------------------|--------------------------------------------------------------------------|--------------------------------------------|-----------------------------------------------|
| | | | | | | | | | | | |

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| | | Year) | of (D) | | Date | Expira- tion Date | Title | Amount or Number of Shares | Transaction(s) (Instr. 4) | Direct (D) or Indirect (I) (Instr. 4) | | |
|--------------------------------------------------|---------|----------|----------------------|------------------|--------|-------------------------|----------|----------------------------------------|------------------------------|------------------------------------------------------|--------|--------|
| | | | (Instr. 3, 4 & 5) | (A) | | | | | | | (D) | Code V |
| Employee Stock Option (right to buy) | 44.45 | 01/30/03 | | A ⁽¹⁾ | 14,000 | Note 1 | 01/30/13 | ETR Common | 14,000 | | 14,000 | D |
| Equity Units | 1 for 1 | 01/30/03 | | A ⁽²⁾ | 3,100 | Note 2 | Note 2 | ETR Common | 3,100 | 45.59 | 3,100 | D |
| Equity Units | 1 for 1 | 01/30/03 | | D | 930 | Note 2 | Note 2 | ETR Common | 930 | 45.59 | 2,170 | D |

Explanation of Responses:

(1) One-third of these options will vest on each of the first three anniversary dates of the grant. These options were acquired under Entergy's Equity Ownership Plan.

(2) These represent restricted phantom stock units under the Company's 2000-2002 Long Term Incentive Plan. On January 30, 2003 the Personnel Committee of the Board declared a pay-out of 3,100 units to the filing individual, who chose to defer 70% of the value of the units into phantom Entergy units (2,170) held in a brokerage account, receiving the value of the remaining 930 units in cash. The deferral is until the earlier of January 2, 2005 or retirement from the Company.

(3) A duplicate of this Form was filed timely with the SEC on February 3, 2003. The filing was correctly indexed under the name of Entergy Corp., but one of the submission headers inaccurately identified the filing individual. This amendment is being filed for the sole purpose of allowing the Form to be correctly indexed in the EDGAR system under the name of the filing individual.

By: /s/ **Christopher T. Screen**
for **Carolyn C. Shanks**

02/06/03
Date

**Signature of Reporting Person

**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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