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ENTERGY CORP /DE/
Form S-8
June 21, 2002

Registration No. 333-

FORM S-8
REGISTRATION STATEMENT
UNDER
THE SECURITIES ACT OF 1933

ENTERGY CORPORATION
(Exact name of Registrant as specified in its charter)

Delaware	72-1229752
(State or other jurisdiction	(I.R.S. Employer
of Incorporation or	Identification Number)
organization)	
	70113
	(Zip Code)
639 Loyola Avenue	
New Orleans, Louisiana	
(Address of principal	
executive offices)	

EQUITY AWARDS PLAN
OF ENTERGY CORPORATION AND SUBSIDIARIES
(Full title of the plan)

C. John Wilder	John M. Adams, Jr., Esq.
Executive Vice President	Associate General Counsel
and Chief Financial Officer	Corporate and Securities
Entergy Corporation	Entergy Services, Inc.
639 Loyola Avenue	639 Loyola Avenue
New Orleans, Louisiana 70113	New Orleans, Louisiana 70113
(504) 576-3391	(504) 576-2095

(Names, addresses and telephone numbers, including area code, of agents for service)

CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Amount to be Registered	Proposed Maximum Offering Price Per Share (1)	Proposed Maximum Aggregate Offering Price (1)	Amount of Registration Fee
Common Stock, \$.01 par value	12,000,000 Shares	\$41.88	\$502,560,000	\$46,235.52

(1) Estimated solely for the purpose of calculating the registration fee, pursuant to Rule 457(h) and Rule 457(c) under the Securities Act of 1933, on the basis of the average of the high and low prices paid for a share of Entergy Corporation Common Stock on June 17, 2002 as reported on the New York Stock Exchange Composite Transactions Tape.

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Pursuant to Rule 429 of the Securities Act of 1933, the

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prospectus that is part of this Registration Statement also relates to securities registered and remaining unissued under Registration Statement No. 333-55692 previously filed by the Registrant.

INCORPORATION OF CONTENTS OF PRIOR REGISTRATION STATEMENT
The contents of Registration Statement No. 333-55692 are incorporated herein by reference.

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

- Item 8. EXHIBITS
- 5 Legality Opinion of John M. Adams, Jr., Esq.
 - 10 Equity Awards Plan of Entergy Corporation and Subsidiaries (included as Exhibit A-4 to Post-Effective Amendment No. 2 in File No. 70-9189)
 - 23 Consent of Deloitte & Touche LLP

POWER OF ATTORNEY

Each director and officer of the issuer whose signature appears below hereby appoints Nathan E. Langston and John M. Adams, Jr., and each of them severally, as his attorney-in-fact to sign in his name and behalf, in any and all capacities stated below, and to file with the Securities and Exchange Commission, any and all amendments, including post-effective amendments, to this Registration Statement and the issuer hereby also appoints Nathan E. Langston and John M. Adams, Jr., and each of them severally, as its attorney-in-fact with like authority to sign and file such amendments in its name and behalf.

SIGNATURES

Pursuant to the requirements of the Securities Act of 1933, the registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this registration statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of New Orleans, State of Louisiana, on the 21st day of June, 2002.

ENTERGY CORPORATION

By: /s/ C. John Wilder
C. John Wilder
Executive Vice President
and Chief Financial Officer

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Pursuant to the requirements of the Securities Act of 1933, this registration statement has been signed by the following persons in the capacities and on the dates indicated.

Name	Title	Date
/s/ Robert v. d. Luft Robert v. d. Luft	Chairman of the Board	June 21, 2002
/s/ Wayne Leonard Wayne Leonard	Director and Chief Executive Officer	June 21, 2002
/s/ C. John Wilder C. John Wilder	Executive Vice President and Chief Financial Officer	June 21, 2002
/s/ Nathan E. Langston Nathan E. Langston	Senior Vice President and Chief Accounting Officer	June 21, 2002
/s/ Maureen S. Bateman Maureen S. Bateman	Director	June 21, 2002
/s/ W. Frank Blount W. Frank Blount	W. Frank Blount	June 21, 2002
/s/ George W. Davis George W. Davis	Director	June 21, 2002
/s/ Simon D. deBree Simon D. deBree	Director	June 21, 2002
/s/ Claiborne P. Deming Claiborne P. Deming	Director	June 21, 2002
/s/ Norman C. Francis Norman C. Francis	Director	June 21, 2002
/s/ Kathleen A. Murphy Kathleen A. Murphy	Director	June 21, 2002
/s/ Paul W. Murrill Paul W. Murrill	Director	June 21, 2002
/s/ James R. Nichols James R. Nichols	Director	June 21, 2002
/s/ William A. Percy, II William A. Percy, II	Director	June 21, 2002
/s/ Dennis H. Reilley Dennis H. Reilley	Director	June 21, 2002
/s/ Wm. Clifford Smith Wm. Clifford Smith	Director	June 21, 2002
/s/ Bismark A. Steinhagen Bismark A. Steinhagen	Director	June 21, 2002

