

May Phillip R Jr
Form 4
August 17, 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

(Last) (First) (Middle)

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

(Street)

NEW ORLEANS, LA 70113

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
08/15/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

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	08/15/2018		M		2,900	A	\$ 72.79	14,816	D
Common Stock	08/15/2018		S ⁽¹⁾		2,900	D	\$ 85	11,916	D
Common Stock	08/15/2018		M		2,000	A	\$ 64.6	13,916	D
Common Stock	08/15/2018		S ⁽¹⁾		2,000	D	\$ 85	11,916	D
Common Stock	08/15/2018		M		3,000	A	\$ 63.17	14,916	D

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Common Stock	08/15/2018		<u>S</u> ⁽¹⁾	3,000	D	<u>\$ 85</u> ⁽²⁾	11,916	D	
Common Stock							6,593	I	By 401(k)

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

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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. Pr Deriv Secur (Instr. 3)	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
				Code	V (A) (D)				
Employee Stock Option (Right to Buy)	\$ 72.79	08/15/2018		M	2,900	<u>(3)</u>	<u>(3)</u>	Common Stock	2,900
Employee Stock Option (Right to Buy)	\$ 64.6	08/15/2018		M	2,000	<u>(4)</u>	<u>(4)</u>	Common Stock	2,000
Employee Stock Option (Right to Buy)	\$ 63.17	08/15/2018		M	3,000	<u>(5)</u>	<u>(5)</u>	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

May Phillip R Jr
C/O ENTERGY CORPORATION LEGAL
DEPARTMENT
639 LOYOLA AVENUE, 26TH FLOOR
NEW ORLEANS, LA 70113

"Officer" Under Sec. 16
Rules

Signatures

/s/ Daniel T. Falstad by power of
attorney

08/17/2018

__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.
The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$85.00 to \$85.02.
 - (2) The reporting person undertakes to provide to Entergy, any security holder of Entergy or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.
 - (3) The options vested in three equal annual installments on January 27, 2012, 2013 and 2014.
 - (4) The options vested in three equal annual installments on January 31, 2014, 2015 and 2016.
 - (5) The options vested in three equal annual installments on January 30, 2015, 2016 and 2017.

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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