

ENTERGY CORP /DE/
Form 4
November 19, 2002

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* | | | 2. Issuer Name and Ticker or Trading Symbol Entergy Corporation (ETR) | | | 6. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| Wilder C. John | | | 3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary) | | | 4. Statement for Month/Day/Year 11/15/02 | | |
| (Last) | (First) | (Middle) | | | | | | |
| Entergy Corporation 639 Loyola Avenue | | | 5. If Amendment, Date of Original (Month/Day/Year) | | | <input type="checkbox"/> Director — <input type="checkbox"/> 10% Owner — <input checked="" type="checkbox"/> Officer (give title below) — Other (specify below) Executive Vice President | | |
| (Street) | | | | | | 7. Individual or Joint/Group Filing (Check Applicable Line) | | |
| New Orleans, LA 70113 | | | | | | <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 Indirect Beneficial Ownership (Instr. 4) | |
|--------------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|--|--|---|-------------------------------|
| | | | | Code | V | Amount | | | | (A) or (D) |
| Employee Stock Option (right to buy) | | 11/15/02 | S | | | 8,666 | D | 43.51 (1) | D | |
| Entergy Corporation Common Stock | | 11/15/02 | M ⁽¹⁾ | | | 39,000 | A | 23.00 | D | |
| Entergy Corporation Common Stock | | 11/15/02 | F | | | 26,399 (1) | D | 43.51 | D | |
| Entergy Corporation Common Stock | | 11/15/02 | J | | | 12,601 (1) | D | 43.51 | D | |
| Entergy Corporation Common Stock | | | | | | | | 786 | I | Savings Plan Balance 09/30/02 |

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 of (D) (Instr. 3, 4 & 5) | | 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 Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|--|---|---|-----------------------------------|---|---|------------|---|-----------------|--|----------------------------|---|---|---|---|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| Employee Stock Option (right to buy) | 23.00 | 11/15/02 | | M | | 39,000 | (1) | 7/27/00 | 01/27/10 | ETR Common | 39,000 | | 2,097 | | |

Explanation of Responses:

(1) Filing individual engaged in an open market sale of 8,666 shares and in a cashless exercise of 39,000 in-the-money stock options [exempt under Rule 16b-6(b)]. The 8,666 shares sold on the open market and the 39,000 shares subject to the option were all sold on the same day--the day that the options were exercised. The sales took place over the course of the day at twelve different prices. Although the average sale price is shown in Column 4, the actual prices were: 2,200 shares at 43.56; 900 shares at 43.52; 3,100 shares at 43.50; 500 shares at 43.34; 800 shares at 43.33; 1,200 shares at 43.32; 4,066 shares at 43.73; 2,400 shares at 43.71; 400 shares at 43.70; 100 shares at 43.63; 15,300 shares at 43.62; 2,000 shares at 43.59 and 14,700 shares at 43.28. A portion of the sale price of the 39,000 shares (Code F) was used to pay the exercise price, commission and the tax withholding. The remaining portion of the sale price of the 39,000 shares (Code J) was retained by the the filing individual.

By: /s/ **Christopher T. Screen**
C. John Wilder

11/19/02
 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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