

ENTERGY CORP /DE/
Form U-9C-3
May 30, 2003

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

FORM U-9C-3

QUARTERLY REPORT PURSUANT TO RULE 58

For the Quarterly Period Ended March 31, 2003

ENTERGY CORPORATION

(a Delaware corporation)
 639 Loyola Avenue
 New Orleans, Louisiana 70113
 Telephone (504) 576-4000

(Name of registered holding company and address of principal executive offices)

ITEM 1 - ORGANIZATION CHART

<u>Name of reporting company</u>	<u>Energy or gas related company</u>	<u>Date of organization</u>	<u>State of organization</u>	<u>Percentage of voting securities held</u>	<u>Nature of business</u>
Entergy Holdings, LLC (EHLLC)	Energy related business	November 3, 1997	Delaware	a 100% owned subsidiary of Entergy Corporation	Holding company investing in miscellaneous energy related companies.
Entergy Thermal, LLC (Entergy Thermal)	Energy related business	January 28, 1999	Delaware	a 100% owned subsidiary of EHLLC	Production, sale, and distribution of thermal energy products.
Entergy Power Holdings USA	Energy related business	February 25, 1999	Delaware	a 100% owned	Holding company investing in

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Corporation (EPH)				subsidiary of Entergy Corporation	qualifying facilities.
Entergy Power RS LLC (EPRS)	Energy related business	February 25, 1999	Delaware	a 100% owned subsidiary of Entergy Power RS Holding Company, LLC	Holding company investing in qualifying facilities.
RS Cogen, LLC (RS Cogen)	Energy related business	March 25, 1999	Louisiana	a 50% member interest	Ownership and operation of qualifying facilities
TLG Services, Inc. (TLG)	Energy related business	December 30, 1986	Connecticut	a 100% owned subsidiary of Entergy Nuclear, Inc. (ENI)	Provide field services for the decommissioning of fossil and nuclear plants.
Entergy Solutions Ltd. (ESLTD)	Energy related business	August 30, 2000	Texas	a 1% general partner interest held by Entergy Retail Texas, Inc. (ERTI)	Provide competitive energy service and electric sales.

ITEM 1 - ORGANIZATION CHART - Continued

<u>Name of reporting company</u>	<u>Energy or gas related company</u>	<u>Date of organization</u>	<u>State of organization</u>	<u>Percentage of voting securities held</u>	<u>Nature of business</u>
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Entergy-Koch Trading, LP (EKTLP)	E n e r g y r e l a t e d business	January 25, 2001	Delaware	a 0.5% general partner interest indirectly held by Entergy Power International Holding Corp.	Energy marketing and brokering.
EWO GP LLC (EWOGP)	E n e r g y r e l a t e d business	October 30, 2000	Delaware	a 100% owned subsidiary of EWO Marketing Holding, LLC	Holding company investing in energy commodity brokering and related services.
EWO Marketing, LP (EWOM)	E n e r g y r e l a t e d business	October 30, 2000	Delaware	a 1% general partner interest held by EWOGP	Energy marketing and brokering.
Entergy Solutions Select Ltd. (ESOLS)	E n e r g y r e l a t e d business	March 2, 2001	Texas	a 1% general partner interest held by Entergy Select LLC (ESELE)	Price-to-Beat retail electric provider.
Entergy Solutions Essentials Ltd. (ESSEN)	E n e r g y r e l a t e d business	June 4, 2001	Texas	a 1% general partner interest held by ESELE	Provider of Last Resort retail electric provider.

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Entergy Thermal-UNO, LLC (Entergy Thermal-UNO)	E n e r g y r e l a t e d business	July 16, 2001	Delaware	a 100% owned subsidiary of Entergy Corporation	Production, sale, and distribution of thermal energy products.
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Entergy Nuclear PFS, Inc. (ENPFS)	E n e r g y r e l a t e d business	February 15, 2002	Delaware	a 100% owned subsidiary of ENI	Holding company for investment in Private Fuel Storage, LLC.
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ITEM 1 - ORGANIZATION CHART - Concluded

<u>Name of reporting company</u>	<u>Energy or gas related company</u>	<u>Date of organization</u>	<u>State of organization</u>	<u>Percentage of voting securities held</u>	<u>Nature of business</u>
Private Fuel Storage LLC (Private Fuel Storage)	E n e r g y r e l a t e d business	February 21, 2002	Delaware	a 9.9% Class A member interest held by ENPFS	Development of a spent nuclear fuel storage facility.
Tradespark	E n e r g y r e l a t e d business	-	Delaware	Non-voting securities only	Electronic commodity marketplace for North America wholesale transactions in energy-related physical and financial products.
Entergy Solutions Supply Ltd. (ESSLT)	E n e r g y r e l a t e d business	August 30, 2000	Texas	a 1% general partner interest held by ERTI	Provider of wholesale energy and energy supply acquisition services to retail

electric providers.

Entergy Nuclear Environmental Services, LLC (ENES)	E n e r g y r e l a t e d business	December 10, 2002	Delaware	a 100% owned subsidiary of ENI	Formed to provide environmental remediation services for nuclear facilities.
SOURCEONE, INC. (SOURCEONE)	E n e r g y r e l a t e d business	February 16, 2000	Delaware	a 14.2% voting interest, consisting of Series A preferred stock held by Entergy Ventures Holding Company, Inc. (EVHCI)	Energy management services.

EHLLC Activities

During the quarterly period ended March 31, 2003, EHLLC acted as a holding company engaged in investment in energy related companies consistent with Rule 58.

Entergy Thermal Activities

During the quarterly period ended March 31, 2003, Entergy Thermal owned and operated a district cooling and heating system in New Orleans, Louisiana.

EPH Activities

During the quarterly period ended March 31, 2003, EPH acted as a holding company with respect to Entergy's investments in "qualifying facilities" (QFs) under the Public Utility Regulatory Policies Act of 1978 (PURPA).

EPRS Activities

During the quarterly period ended March 31, 2003, EPRS engaged in the ownership of a 50% interest in RS Cogen.

RS Cogen Activities

During the quarterly period ended March 31, 2003, RS Cogen owned and operated a 425 MW cogeneration facility in Louisiana, constituting a QF under PURPA.

TLG Activities

During the quarterly period ended March 31, 2003, TLG provided cost estimates and field services for the decommissioning of fossil and nuclear plants as well as technical expertise related to environmental testing and remediation.

ESLTD Activities

During the quarterly period ended March 31, 2003, ESLTD engaged in the purchasing of power on the ERCOT imbalance market for its Texas customers.

EKTLP Activities

During the quarterly period ended March 31, 2003, EKTLP engaged in the business of brokering and marketing of energy commodities, including but not limited to electricity, natural or manufactured gas, and other combustible fuels. These services were provided to electric utilities, power marketers, electric and municipal cooperatives, and various other customers.

EWOGP Activities

During the quarterly period ended March 31, 2003, EWOGP acted as a holding company for investing in energy commodity brokering and related services.

EWOM Activities

During the quarterly period ended March 31, 2003, EWOM engaged in the business of managing the power produced by electric generation assets of affiliates and third-party customers as well as fulfilling the electric energy needs of third-party customers under long-term contracts. The third-party customers are principally electric utilities and municipal cooperatives.

ESOLS Activities

During the quarterly period ended March 31, 2003, ESOLS was in its formative stage and in the future intends to engage in providing price-to-beat energy service and electric sales.

ESSEN Activities

During the quarterly period ended March 31, 2003, ESSEN was in its formative stage and in the future intends to engage in providing energy service and electric sales as the provider of last resort.

Entergy Thermal-UNO Activities

During the quarterly period ended March 31, 2003, Entergy Thermal-UNO was in its formative state and in the future intends to engage in the production, sale, and distribution of thermal energy products at the University of New Orleans.

ENPFS Activities

During the quarterly period ended March 31, 2003, ENPFS acted as a holding company for Entergy's 12.9% member interest in Private Fuel Storage (including a 9.9% Class A member interest with voting rights).

Private Fuel Storage Activities

During the quarterly period ended March 31, 2003, Private Fuel Storage continued efforts relating to obtaining a Nuclear Regulatory Commission license for a proposed spent nuclear fuel storage facility.

Tradespark Activities

During the quarterly period ended March 31, 2003, Tradespark operated as an electronic commodity marketplace for North America wholesale transactions in energy-related physical and financial products.

ESSLT Activities

During the quarterly period ended March 31, 2003, ESSLT provided energy supply acquisition services to retail electric providers.

ENES Activities

During the quarterly period ended March 31, 2003, ENES was in its formative stage and in the future intends to provide environmental remediation services for nuclear facilities.

SOURCEONE Activities

During the quarterly period ended March 31, 2003, SOURCEONE provided energy management services.

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS

<u>Company issuing security</u>	<u>Type of security issued</u>	<u>Principal amount of security</u>	<u>Issue or</u>	<u>Cost of</u>	<u>Person to whom security was</u>	<u>Collateral given with</u>	<u>Consideration received for each security</u>
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			<u>renewal</u>	<u>capital</u>	<u>issued</u>	<u>security</u>	
RS Cogen 1	Member Interest	N/A	Issue	N/A	EPRS	N/A	\$500
RS Cogen 1	Member Interest	N/A	Issue	N/A	PPG Industries (PPG)	N/A	\$500
RS Cogen	Senior Credit Agreement	\$163,551,320	Issue	3-month LIBOR rate plus 1.375% (currently 2.755%)	A consortium of nine banks lead by Societe Generale Bank	RS Cogen plant and other assets of RS Cogen	\$163,551,320

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS - Continued

<u>Company issuing security</u>	<u>Type of security issued</u>	<u>Principal amount of security</u>	<u>Issue or renewal</u>	<u>Cost of capital</u>	<u>Person to whom security was issued</u>	<u>Collateral given with security</u>	<u>Consideration received for each security</u>
RS Cogen	Senior Credit Agreement	\$75,000,000	Issue	8.73%	Teachers Insurance and Annuity Association	RS Cogen plant and other assets of RS Cogen	\$75,000,000
RS Cogen	Subordinate Debt	\$32,533,760	Issue	3-month LIBOR rate plus 4.5% (currently 5.88%)	The Royal Bank of Scotland	RS Cogen plant and other assets of RS Cogen	\$32,533,760
SOURCEONE	230,415 Shares of Series A Preferred Stock	N/A	Issue	N/A	EVHCI	N/A	\$2.17 per share (\$500,000 in the aggregate)

<u>Company contributing capital</u>	<u>Company receiving capital</u>	<u>Amount of capital contribution</u>	
PPG	RS Cogen	\$160,000	
			2
			EPRS
			RS Cogen
			\$15,102,500
			3
			PPG
			RS Cogen
			\$ 9,942,500 ³
			PPG
			RS Cogen
			\$M,000,000 ³
			Entergy Retail Holding Company (ERHC)
			ESLTD
			\$J97,000
			ERHC
			ESSLT
			\$M,049,000
			ERTI
			ESLTD
			\$K,000
			ERTI

ESSLT

\$M1,000

Entergy PTB Holding Company

ESOLS

\$J,970,000

ESELE

ESOLS

\$K0,000

Entergy Corporation

EHLLC

\$I,597,000

ITEM 2 - ISSUANCES AND RENEWALS OF SECURITIES AND CAPITAL CONTRIBUTIONS - Concluded

<u>Company contributing capital</u>	<u>Company receiving capital</u>	<u>Amount of capital contribution</u>
EHLLC	Entergy Thermal	\$I,469,000
Entergy Business Solutions, LLC (EBS)	EHLLC	\$I,694,594
ENI	ENPFS	\$J,000
ENPFS	Private Fuel Storage	\$O,864

ITEM 3 - ASSOCIATE TRANSACTIONS

Part I - Transactions Performed by Reporting Companies on Behalf of Associate Companies

Reporting company	Associate company
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<u>rendering services</u>	<u>receiving services</u>	<u>Types of services rendered</u>	<u>Direct costs charged</u>	<u>Indirect costs charged</u>	<u>Cost of capital</u>	<u>Total amount billed</u>
ESSLT	ESLTD	Energy supply acquisition services	\$1,225,304	\$ -0-	N/A	\$1,225,304
ESSLT	ESOLS	Same as above	\$J,794,485	\$ -0-	N/A	\$J,794,485
EKTLP	EWOM	Energy commodity marketing services	\$N86,342	\$ -0-	N/A	\$N86,342
EKTLP	EWOM	Professional services and back office support	\$J23,486	\$ -0-	N/A	\$J23,486
EKTLP	Entergy-Koch Trading Ltd. (UK)	Same as above	\$M3,551	\$ -0-	N/A	\$M3,551
SOURCEONE	ENI	Energy management services	\$15,000	\$ -0-	N/A	\$15,000

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies

<u>Associate company rendering services</u>	<u>Reporting company receiving services</u>	<u>Types of services</u>	<u>Direct</u>	<u>Indirect costs</u>	<u>Total amount</u>
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		<u>rendered</u>	<u>costs</u> <u>charged</u>	<u>charged</u>	<u>Cost of</u> <u>capital</u>	<u>billed</u>
Entergy Enterprises, Inc. (EEI)	RS Cogen	Professional services and back office support	\$140,875	\$ -0-	N/A	\$140,875
4						
EEI	EWOM	Same as above	\$157,527	\$ -0-	N/A	\$157,527
EEI	EHLLC	Same as above	\$M0,735	\$ -0-	N/A	\$M0,735
EEI	Entergy Thermal	Same as above	\$J32,732	\$ -0-	N/A	\$J32,732
EEI	EBS	Same as above	\$I99,253	\$ -0-	N/A	\$I99,253
EEI	ESOLS	Same as above	\$L93,996	\$ -0-	N/A	\$L93,996
EEI	ESSEN	Same as above	\$O,025	\$ -0-	N/A	\$O,025
EEI	ESSLT	Same as above	\$I,140	\$ -0-	N/A	\$I,140
EEI	ESLTD		\$N01,092	\$ -0-	N/A	\$N01,092

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		Same as above				
EEI	EPRS	Same as above	\$J80,105	\$ -0-	N/A	\$J80,105
EEI	TLG	Same as above	\$O3,566	\$ -0-	N/A	\$O3,566
Entergy Solutions Management Services LLC (ESLMS)	ESLTD	Same as above	\$L02,051	\$ -0-	N/A	\$L02,051
ESLMS	ESOLS	Same as above	\$ 826,569	\$ -0-	N/A	\$ 826,569
ESLMS	Entergy Thermal	Same as above	\$L97	\$ -0-	N/A	\$L97
ERTI	ESLTD	Same as above	\$M	\$ -0-	N/A	\$M
ERTI	ESOLS	Same as above	\$ 885	\$ -0-	N/A	\$ 885

Part II - Transactions Performed by Associate Companies on Behalf of Reporting Companies - Concluded

<u>Associate company rendering services</u>	<u>Reporting company receiving services</u>	<u>Types of services rendered</u>	<u>Direct costs charged</u>	<u>Indirect costs charged</u>	<u>Cost of capital</u>	<u>Total amount billed</u>
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Entergy-Koch LP	EKTLP	Same as above	\$ 865,530	\$ -0-	N/A	\$ 865,530
ENI	TLG	O&M Services relating to decommissioning of nuclear electric generating facilities	\$134,155	\$ -0-	N/A	\$134,155
Entergy Nuclear Operations, Inc.	TLG	O&M Services related to operation, maintenance, and decommissioning of nuclear electric generating facilities	\$126,781	\$ -0-	N/A	\$126,781

ITEM 4 - SUMMARY OF AGGREGATE INVESTMENT

Investments in energy-related companies:		
Total consolidated capitalization as of March 31, 2003	\$17,002,062,000	Line 1
Total capitalization multiplied by 15% (line 1 multiplied by 0.15)	2,550,309,300	Line 2
Greater of \$50 million or line 2	2,550,309,300	Line 3
Total current aggregate investment:		
	433,362,540	

Energy marketing and brokering (ESLTD, EKTLP, EWOGP, EWOM, ESOLS, ESSEN, Tradespark, and ESSLT)		
Energy related technical and similar services (EHLLC, Entergy Thermal, Entergy Thermal - UNO, TLG, and ENES)	58,857,942	
Development and ownership of QFs (EPH, EPRS, and RS Cogen)	245,951,468	
Ownership, operation, and servicing of fuel procurement, transportation, handling, and storage facilities (ENPFS and Private Fuel Storage)	752,000	
Energy management services (SOURCEONE)	996,084	
Total current aggregate investment	739,920,034	Line 4
Difference between the greater of \$50 million or 15% of capitalization and the total aggregate investment of the registered holding company system (line 3 less line 4)	\$1,810,389,266	Line 5

ITEM 5 - OTHER INVESTMENTS

<u>Major line of energy-related business</u>	<u>Other investment in last U-9C-3 report</u>	<u>Other investment in this U-9C-3 report</u>	<u>Reason for difference in other investment</u>
N/A	-0-	-0-	N/A

ITEM 6 - FINANCIAL STATEMENTS AND EXHIBITS

A. Financial Statements

Filed under confidential treatment pursuant to Rule 104(b).

B. Exhibits

- Certificate of filing of Form U-9C-3 for the 4th Quarter of 2002 with interested state commissions and municipal regulator.

SIGNATURE

Pursuant to the requirements of the Public Utility Holding Company Act of 1935, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Entergy Corporation

By: _____/s/ Nathan E. Langston

Nathan E. Langston
Senior Vice President and Chief Accounting Officer

Dated: May 30, 2003