

Brown Marcus V
Form 4
February 27, 2019

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 *
Brown Marcus V

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
02/25/2019

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

EVP & General Counsel

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

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 Form filed by More than One Reporting Person

NEW ORLEANS, LA 70113

(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 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	02/25/2019		M	A	4,500	\$ 77.1	36,477 D
Common Stock	02/25/2019		S	D	4,500	\$ 92.31	31,977 D
Common Stock	02/25/2019		M	A	2,800	\$ 72.79	34,777 D
Common Stock	02/25/2019		S	D	2,800	\$ 92.31	31,977 D

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Common Stock	02/25/2019	M	4,600	A	\$ 71.3	36,577	D	
Common Stock	02/25/2019	S	4,600	D	\$ <u>(1)</u>	31,977	D	
Common Stock						715	I	By 401(k)

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

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(9-02)

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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 77.1	02/25/2019		M	4,500	<u>(2)</u> 01/28/2020	Common Stock	4,500	
Employee Stock Option (Right to Buy)	\$ 72.79	02/25/2019		M	2,800	<u>(3)</u> 01/27/2021	Common Stock	2,800	
Employee Stock Option (Right to Buy)	\$ 71.3	02/25/2019		M	4,600	<u>(4)</u> 01/26/2022	Common Stock	4,600	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brown Marcus V C/O ENTERGY CORPORATION LEGAL DEPARTMENT 639 LOYOLA AVENUE, 26TH FLOOR NEW ORLEANS, LA 70113			EVP & General Counsel	

Signatures

/s/ Edna M. Chism by power of attorney 02/27/2019

**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).

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$92.27 to \$92.36.

- (1) 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.
- (2) The options vested in three equal annual installments on January 28, 2011, 2012 and 2013.
- (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 26, 2013, 2014 and 2015.

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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