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Purchased power		192,719	152,123
Other operation and maintenance		56,490	55,823
Taxes other than income taxes		14,650	15,794
Depreciation and amortization		23,360	20,727
Other regulatory charges - net		18,777	13,356
TOTAL		279,896	301,861
OPERATING INCOME		26,277	25,063
	OTHER INCOME		
Allowance for equity funds used during construction		759	1,089
Interest and investment income		347	1,460
Miscellaneous - net		(858)	(795)
TOTAL		248	1,754
	INTEREST EXPENSE		
Interest expense		23,181	23,810
Allowance for borrowed funds used during construction		(555)	(726)
TOTAL		22,626	23,084
INCOME BEFORE INCOME TAXES		3,899	3,733
Income taxes		2,977	1,988
NET INCOME		\$922	\$1,745
See Notes to Financial Statements.			

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ENTERGY TEXAS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CASH FLOWS
For the Three Months Ended March 31, 2013 and 2012
(Unaudited)

	2013	2012
	(In Thousands)	
OPERATING ACTIVITIES		
Net income	\$922	\$1,745
Adjustments to reconcile net income to net cash flow provided by (used in) operating activities:		
Depreciation and amortization	23,360	20,727
Deferred income taxes, investment tax credits, and non-current taxes accrued	(31,998)	3,184
Changes in assets and liabilities:		
Receivables	21,476	82,506
Fuel inventory	(3,453)	(7,173)
Accounts payable	12,838	(10,370)
Taxes accrued	17,881	(17,324)
Interest accrued	(8,763)	(8,608)
Deferred fuel costs	(76,915)	9,213
Other working capital accounts	(3,839)	(3,131)
Provisions for estimated losses	1,689	(192)
Other regulatory assets	24,771	18,716
Pension and other postretirement liabilities	(2,114)	(3,097)
Other assets and liabilities	(916)	(7,220)
Net cash flow provided by (used in) operating activities	(25,061)	78,976
INVESTING ACTIVITIES		
Construction expenditures	(43,382)	(42,162)
Allowance for equity funds used during construction	759	1,089
Change in money pool receivable - net	19,175	7,184
Remittances to transition charge account	(20,274)	(19,070)
Payments from transition charge account	30,604	30,694
Net cash flow used in investing activities	(13,118)	(22,265)
FINANCING ACTIVITIES		
Retirement of long-term debt	(21,967)	(21,670)
Change in money pool payable - net	180	-
Other	(160)	(688)
Net cash flow used in financing activities	(21,947)	(22,358)
Net increase (decrease) in cash and cash equivalents	(60,126)	34,353
Cash and cash equivalents at beginning of period	60,236	65,289
Cash and cash equivalents at end of period	\$ 110	\$99,642
SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:		

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Cash paid (received) during the period for:

Interest - net of amount capitalized	\$30,909	\$31,320
Income taxes	\$(1,941)	\$-

See Notes to Financial Statements.

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ENTERGY TEXAS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
ASSETS

March 31, 2013 and December 31, 2012
(Unaudited)

	2013	2012
	(In Thousands)	
CURRENT ASSETS		
Cash and cash equivalents:		
Cash	\$80	\$528
Temporary cash investments	30	59,708
Total cash and cash equivalents	110	60,236
Securitization recovery trust account	26,925	37,255
Accounts receivable:		
Customer	41,105	53,836
Allowance for doubtful accounts	(635)	(680)
Associated companies	45,539	68,750
Other	8,324	10,450
Accrued unbilled revenues	35,625	38,252
Total accounts receivable	129,958	170,608
Accumulated deferred income taxes	28,754	34,988
Fuel inventory - at average cost	58,841	55,388
Materials and supplies - at average cost	30,515	32,853
System agreement cost equalization	16,880	16,880
Prepaid taxes	35,787	53,668
Prepayments and other	14,125	18,206
TOTAL	341,895	480,082
OTHER PROPERTY AND INVESTMENTS		
Investments in affiliates - at equity	668	678
Non-utility property - at cost (less accumulated depreciation)	565	638
Other	17,753	17,263
TOTAL	18,986	18,579
UTILITY PLANT		
Electric	3,511,218	3,475,776
Construction work in progress	84,711	90,469
TOTAL UTILITY PLANT	3,595,929	3,566,245
Less - accumulated depreciation and amortization	1,347,393	1,332,349
UTILITY PLANT - NET	2,248,536	2,233,896
DEFERRED DEBITS AND OTHER ASSETS		
Regulatory assets:		
Regulatory asset for income taxes - net	130,490	131,287
Other regulatory assets (includes securitization property of \$635,271 as of March 31, 2013 and	1,090,563	1,114,536

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\$648,863 as of December 31, 2012)		
Long-term receivables - associated companies	29,107	29,510
Other	21,208	17,891
TOTAL	1,271,368	1,293,224
TOTAL ASSETS	\$3,880,785	\$4,025,781

See Notes to Financial Statements.

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ENTERGY TEXAS, INC. AND SUBSIDIARIES
CONSOLIDATED BALANCE SHEETS
LIABILITIES AND EQUITY
March 31, 2013 and December 31, 2012
(Unaudited)

	2013	2012
	(In Thousands)	
CURRENT LIABILITIES		
Accounts payable:		
Associated companies	\$ 108,481	\$ 88,743
Other	53,508	65,261
Customer deposits	38,319	38,859
Interest accrued	23,403	32,166
Deferred fuel costs	16,419	93,334
Pension and other postretirement liabilities	837	853
System agreement cost equalization	-	8,968
Other	2,091	2,839
TOTAL	243,058	331,023
NON-CURRENT LIABILITIES		
Accumulated deferred income taxes and taxes accrued	971,241	1,009,081
Accumulated deferred investment tax credits	17,344	17,743
Other regulatory liabilities	6,760	6,150
Asset retirement cost liabilities	4,163	4,103
Accumulated provisions	8,298	6,609
Pension and other postretirement liabilities	153,143	155,241
Long-term debt (includes securitization bonds of \$668,418 as of March 31, 2013 and \$690,380 as of December 31, 2012)	1,595,957	1,617,813
Other	25,753	23,872
TOTAL	2,782,659	2,840,612
Commitments and Contingencies		
COMMON EQUITY		
Common stock, no par value, authorized 200,000,000 shares; issued and outstanding 46,525,000 shares in 2013 and 2012	49,452	49,452
Paid-in capital	481,994	481,994
Retained earnings	323,622	322,700
TOTAL	855,068	854,146
TOTAL LIABILITIES AND EQUITY	\$3,880,785	\$4,025,781

See Notes to Financial Statements.

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ENTERGY TEXAS, INC. AND SUBSIDIARIES
CONSOLIDATED STATEMENTS OF CHANGES IN COMMON EQUITY
For the Three Months Ended March 31, 2013 and 2012
(Unaudited) (In Thousands)

	Common Equity			
	Common Stock	Paid-in Capital	Retained Earnings	Total
Balance at December 31, 2011	\$49,452	\$481,994	\$367,909	\$899,355
Net income	-	-	1,745	1,745
Balance at March 31, 2012	\$49,452	\$481,994	\$369,654	\$901,100
Balance at December 31, 2012	\$49,452	\$481,994	\$322,700	\$854,146
Net income	-	-	922	922
Balance at March 31, 2013	\$49,452	\$481,994	\$323,622	\$855,068
See Notes to Financial Statements.				

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ENTERGY TEXAS, INC. AND SUBSIDIARIES
 SELECTED OPERATING RESULTS
 For the Three Months Ended March 31, 2013 and 2012
 (Unaudited)

Description	2013	2012	Increase/ (Decrease)	%
	(Dollars In Millions)			
Electric Operating Revenues:				
Residential	\$101	\$117	\$(16)	(14)
Commercial	53	77	(24)	(31)
Industrial	50	63	(13)	(21)
Governmental	4	6	(2)	(33)
Total retail	208	263	(55)	(21)
Sales for resale:				
Associated companies	84	52	32	62
Non-associated companies	9	8	1	13
Other	5	4	1	25
Total	\$306	\$327	\$(21)	(6)
Billed Electric Energy				
Sales (GWh):				
Residential	1,263	1,195	68	6
Commercial	981	974	7	1
Industrial	1,419	1,399	20	1
Governmental	68	67	1	1
Total retail	3,731	3,635	96	3
Sales for resale:				
Associated companies	1,325	730	595	82
Non-associated companies	162	256	(94)	(37)
Total	5,218	4,621	597	13

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SYSTEM ENERGY RESOURCES, INC.

MANAGEMENT'S FINANCIAL DISCUSSION AND ANALYSIS

Results of Operations

System Energy's principal asset currently consists of an ownership interest and a leasehold interest in Grand Gulf. The capacity and energy from its 90% interest is sold under the Unit Power Sales Agreement to its only four customers, Entergy Arkansas, Entergy Louisiana, Entergy Mississippi, and Entergy New Orleans. System Energy's operating revenues are derived from the allocation of the capacity, energy, and related costs associated with its 90% interest in Grand Gulf pursuant to the Unit Power Sales Agreement. Payments under the Unit Power Sales Agreement are System Energy's only source of operating revenues.

Net income increased \$1.5 million primarily due to increased operating income partially offset by lower other income. Operating income was higher because of higher rate base compared to 2012 resulting from capital spending at Grand Gulf, including the uprate project. Other income was lower due to AFUDC accrued on the Grand Gulf uprate project in the first quarter 2012. Grand Gulf's spring 2012 refueling outage was completed in June 2012, and the majority of uprate-related capital improvements were completed during this outage.

Liquidity and Capital Resources

Cash Flow

Cash flows for the three months ended March 31, 2013 and 2012 were as follows:

	2013	2012
	(In Thousands)	
Cash and cash equivalents at beginning of period	\$ 83,622	\$ 185,157
Cash flow provided by (used in):		
Operating activities	94,178	67,536
Investing activities	(49,239)	(218,619)
Financing activities	(111,456)	49,106
Net decrease in cash and cash equivalents	(66,517)	(101,977)
Cash and cash equivalents at end of period	\$ 17,105	\$ 83,180

Operating Activities

Net cash provided by operating activities increased \$26.6 million for the three months ended March 31, 2013 compared to the three months ended March 31, 2012 primarily due to spending on the Grand Gulf refueling outage in 2012.

Investing Activities

Net cash used in investing activities decreased \$169.4 million for the three months ended March 31, 2013 compared to the three months ended March 31, 2012 primarily due to an increase in nuclear fuel activity primarily due to the Grand Gulf refueling outage in 2012 and a decrease in construction expenditures resulting from spending on the uprate project at Grand Gulf completed during the refueling outage in 2012. The decrease was partially offset by money pool activity.

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System Energy Resources, Inc.

Management's Financial Discussion and Analysis

Increases in System Energy's receivable from the money pool are a use of cash flow, and System Energy's receivable from the money pool increased \$24.7 million for the three months ended March 31, 2013 compared to decreasing by \$73.3 million for the three months ended March 31, 2012. The money pool is an inter-company borrowing arrangement designed to reduce the Utility subsidiaries' need for external short-term borrowings.

Financing Activities

System Energy's financing activities used \$111.5 million of cash for the three months ended March 31, 2013 compared to providing \$49.1 million of cash for the three months ended March 31, 2012 primarily due to the following cash flow activity:

- the repayment of borrowings of \$19.8 million on the nuclear fuel company variable interest entity's credit facility in 2013 compared to an increase in borrowings of \$69.2 million on the nuclear fuel company variable interest entity's credit facility in 2012;
- the issuance of \$50 million of 4.02% Series H notes by the nuclear fuel company variable interest entity in February 2012; and
 - an increase of \$21.3 million in common stock dividends in 2013.

Capital Structure

System Energy's capitalization is balanced between equity and debt, as shown in the following table.

	March 31, 2013	December 31, 2012
Debt to capital	48.5%	49.7%
E f f e c t o f subtracting cash	(0.6%)	(2.6%)
Net debt to net capital	47.9%	47.1%

Net debt consists of debt less cash and cash equivalents. Debt consists of short-term borrowings and long-term debt, including the currently maturing portion. Capital consists of debt and common equity. Net capital consists of capital less cash and cash equivalents. System Energy uses the net debt to net capital ratio in analyzing its financial condition and believes it provides useful information to its investors and creditors in evaluating System Energy's financial condition.

Uses and Sources of Capital

See "MANAGEMENT'S FINANCIAL DISCUSSION AND ANALYSIS - Liquidity and Capital Resources" in the Form 10-K for a discussion of System Energy's uses and sources of capital. Following are updates to the information provided in the Form 10-K. As discussed in the Form 10-K, the planned construction and capital investment amounts in the table do not include significant costs for the capital projects that might result from the NRC post-Fukushima requirements. The current preliminary cost estimate (including both capital and operation and maintenance expense)

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to implement the post-Fukushima requirements for System Energy is approximately \$65 million. These costs are expected to be incurred over the 2012 through 2018 time period.

System Energy's receivables from the money pool were as follows:

March 31, 2013	December 31, 2012	March 31, 2012	December 31, 2011
\$51,602	\$26,915	\$47,129	\$120,424

(In Thousands)

See Note 4 to the financial statements in the Form 10-K for a description of the money pool.

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System Energy Resources, Inc.

Management's Financial Discussion and Analysis

The System Energy nuclear fuel company variable interest entity has a credit facility in the amount of \$100 million scheduled to expire in July 2013. As of March 31, 2013, \$20.2 million in letters of credit were outstanding under the credit facility to support a like amount of commercial paper issued by the System Energy nuclear fuel company variable interest entity. See Note 4 to the financial statements for additional discussion of the variable interest entity credit facility.

Nuclear Matters

See "MANAGEMENT'S FINANCIAL DISCUSSION AND ANALYSIS – Nuclear Matters" in the Form 10-K for a discussion of nuclear matters.

Environmental Risks

See "MANAGEMENT'S FINANCIAL DISCUSSION AND ANALYSIS – Environmental Risks" in the Form 10-K for a discussion of environmental risks.

Critical Accounting Estimates

See "MANAGEMENT'S FINANCIAL DISCUSSION AND ANALYSIS - Critical Accounting Estimates" in the Form 10-K for a discussion of the estimates and judgments necessary in System Energy's accounting for nuclear decommissioning costs and qualified pension and other postretirement benefits.

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SYSTEM ENERGY RESOURCES, INC.
INCOME STATEMENTS
For the Three Months Ended March 31, 2013 and 2012
(Unaudited)

	2013	2012
	(In Thousands)	
OPERATING REVENUES		
Electric	\$168,578	\$126,034
OPERATING EXPENSES		
Operation and Maintenance:		
Fuel, fuel-related expenses, and gas purchased for resale	21,517	10,361
Nuclear refueling outage expenses	7,357	4,164
Other operation and maintenance	39,941	34,284
Decommissioning	8,631	8,034
Taxes other than income taxes	6,489	5,513
Depreciation and amortization	35,416	29,674
Other regulatory credits - net	(2,825)	(1,452)
TOTAL	116,526	90,578
OPERATING INCOME	52,052	35,456
OTHER INCOME		
Allowance for equity funds used during construction	1,471	9,469
Interest and investment income	2,677	3,526
Miscellaneous - net	(168)	(157)
TOTAL	3,980	12,838
INTEREST EXPENSE		
Interest expense	9,204	10,849
Allowance for borrowed funds used during construction	(178)	(2,777)
TOTAL	9,026	8,072
INCOME BEFORE INCOME TAXES	47,006	40,222
Income taxes	19,000	13,686
NET INCOME	\$28,006	\$26,536

See Notes to Financial Statements.

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SYSTEM ENERGY RESOURCES, INC.
 STATEMENTS OF CASH FLOWS
 For the Three Months Ended March 31, 2013 and 2012
 (Unaudited)

	2013	2012
	(In Thousands)	
OPERATING ACTIVITIES		
Net income	\$28,006	\$26,536
Adjustments to reconcile net income to net cash flow provided by operating activities:		
Depreciation, amortization, and decommissioning, including nuclear fuel amortization	61,067	45,391
Deferred income taxes, investment tax credits, and non-current taxes accrued	16,477	45,966
Changes in assets and liabilities:		
Receivables	10,146	11,964
Accounts payable	(11,351)	8,260
Taxes accrued and prepaid taxes	(17,238)	(46,362)
Interest accrued	161	(2,300)
Other working capital accounts	33	(23,236)
Other regulatory assets	5,784	2,716
Pensions and other postretirement liabilities	266	(2,859)
Other assets and liabilities	827	1,460
Net cash flow provided by operating activities	94,178	67,536
INVESTING ACTIVITIES		
Construction expenditures	(21,349)	(140,334)
Allowance for equity funds used during construction	1,471	9,469
Nuclear fuel purchases	(22,932)	(152,928)
Proceeds from sale of nuclear fuel	26,522	-
Proceeds from nuclear decommissioning trust fund sales	25,612	125,431
Investment in nuclear decommissioning trust funds	(33,876)	(133,552)
Changes in money pool receivable - net	(24,687)	73,295
Net cash flow used in investing activities	(49,239)	(218,619)
FINANCING ACTIVITIES		
Proceeds from the issuance of long-term debt	-	50,000
Retirement of long-term debt	(40,902)	(39,892)
Changes in credit borrowings - net	(19,797)	69,179
Dividends paid:		
Common stock	(50,000)	(28,750)
Other	(757)	(1,431)
Net cash flow provided by (used in) financing activities	(111,456)	49,106
Net decrease in cash and cash equivalents	(66,517)	(101,977)
Cash and cash equivalents at beginning of period	83,622	185,157
Cash and cash equivalents at end of period	\$17,105	\$83,180

SUPPLEMENTAL DISCLOSURE OF CASH FLOW INFORMATION:

Cash paid (received) during the period for:

Interest - net of amount capitalized	\$5,938	\$9,805
Income taxes	\$4,334	\$(1,020)

See Notes to Financial Statements.

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SYSTEM ENERGY RESOURCES, INC.
BALANCE SHEETS
ASSETS
March 31, 2013 and December 31, 2012
(Unaudited)

	2013	2012
	(In Thousands)	
CURRENT ASSETS		
Cash and cash equivalents:		
Cash	\$1,728	\$100
Temporary cash investments	15,377	83,522
Total cash and cash equivalents	17,105	83,622
Accounts receivable:		
Associated companies	109,567	93,381
Other	4,259	5,904
Total accounts receivable	113,826	99,285
Accumulated deferred income taxes	53,719	74,331
Materials and supplies - at average cost	83,194	82,443
Deferred nuclear refueling outage costs	27,556	35,155
Prepayments and other	8,906	2,080
TOTAL	304,306	376,916
OTHER PROPERTY AND INVESTMENTS		
Decommissioning trust funds	528,162	490,572
TOTAL	528,162	490,572
UTILITY PLANT		
Electric	3,995,665	3,987,672
Property under capital lease	569,355	569,355
Construction work in progress	39,513	40,392
Nuclear fuel	225,466	252,682
TOTAL UTILITY PLANT	4,829,999	4,850,101
Less - accumulated depreciation and amortization	2,600,781	2,568,862
UTILITY PLANT - NET	2,229,218	2,281,239
DEFERRED DEBITS AND OTHER ASSETS		
Regulatory assets:		
Regulatory asset for income taxes - net	124,604	126,503
Other regulatory assets	326,189	330,074
Other	17,703	18,212
TOTAL	468,496	474,789
TOTAL ASSETS	\$3,530,182	\$3,623,516

See Notes to Financial Statements.

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SYSTEM ENERGY RESOURCES, INC.
BALANCE SHEETS
LIABILITIES AND EQUITY
March 31, 2013 and December 31, 2012
(Unaudited)

	2013	2012
	(In Thousands)	
CURRENT LIABILITIES		
Currently maturing long-term debt	\$ 119,229	\$ 111,854
Short-term borrowings	20,189	39,986
Accounts payable:		
Associated companies	7,400	5,564
Other	19,536	44,433
Taxes accrued	164,239	181,477
Accumulated deferred income taxes	1,420	1,789
Interest accrued	15,780	15,619
Other	2,440	2,429
TOTAL	350,233	403,151
NON-CURRENT LIABILITIES		
Accumulated deferred income taxes and taxes accrued	791,637	782,469
Accumulated deferred investment tax credits	55,547	56,188
Other regulatory liabilities	268,378	256,024
Decommissioning	487,002	478,371
Pension and other postretirement liabilities	142,883	142,617
Long-term debt	623,697	671,945
Other	70	22
TOTAL	2,369,214	2,387,636
Commitments and Contingencies		
COMMON EQUITY		
Common stock, no par value, authorized 1,000,000 shares; issued and outstanding 789,350 shares in 2013 and 2012	789,350	789,350
Retained earnings	21,385	43,379
TOTAL	810,735	832,729
TOTAL LIABILITIES AND EQUITY	\$3,530,182	\$3,623,516

See Notes to Financial Statements.

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SYSTEM ENERGY RESOURCES, INC.
 STATEMENTS OF CHANGES IN COMMON EQUITY
 For the Three Months Ended March 31, 2013 and 2012
 (Unaudited) (In Thousands)

	Common Equity		
	Common Stock	Retained Earnings	Total
Balance at December 31, 2011	\$789,350	\$11,213	\$800,563
Net income	-	26,536	26,536
Common stock dividends	-	(28,750)	(28,750)
Balance at March 31, 2012	\$789,350	\$8,999	\$798,349
Balance at December 31, 2012	\$789,350	\$43,379	\$832,729
Net income	-	28,006	28,006
Common stock dividends	-	(50,000)	(50,000)
Balance at March 31, 2013	\$789,350	\$21,385	\$810,735
See Notes to Financial Statements.			

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ENERGY CORPORATION AND SUBSIDIARIES

PART II. OTHER INFORMATION

Item 1. Legal Proceedings

See "PART I, Item 1, Litigation" in the Form 10-K for a discussion of legal, administrative, and other regulatory proceedings affecting Entergy. Following is an update to that discussion. Also see "Item 5, Other Information, Environmental Regulation", below, for updates regarding environmental proceedings and regulation.

Texas Power Price Lawsuit

See the Form 10-K for a discussion of the lawsuit filed in August 2003 in the district court of Chambers County, Texas by Texas residents on behalf of a purported class of the Texas retail customers of Entergy Gulf States, Inc. who were billed and paid for electric power from January 1, 1994 to the present. The case is pending in state district court, and in March 2012 the court found that the case met the requirements to be maintained as a class action under Texas law. On April 30, 2012, the court entered an order certifying the class. The defendants have appealed the order to the Texas Court of Appeals – First District. The appeal is pending, and proceedings in district court are stayed until the appeal is resolved. Oral arguments before the court of appeals were conducted on April 23, 2013, and the matter awaits that court's decision.

Item 1A. Risk Factors

There have been no material changes to the risk factors discussed in "PART I, Item 1A, Risk Factors" in the Form 10-K.

Item 2. Unregistered Sales of Equity Securities and Use of Proceeds

Issuer Purchases of Equity Securities (a)

Period	Total Number of Shares Purchased	Average Price Paid per Share	Total Number of Shares Purchased as Part of a Publicly Announced Plan	Maximum \$ Amount of Shares that May Yet be Purchased Under a Plan (b)
1/01/2013-1/31/2013	-	\$-	-	\$350,052,918
2/01/2013-2/28/2013	-	\$-	-	\$350,052,918
3/01/2013-3/31/2013	-	\$-	-	\$350,052,918
Total	-	\$-	-	

In accordance with Entergy's stock-based compensation plans, Entergy periodically grants stock options to key employees, which may be exercised to obtain shares of Entergy's common stock. According to the plans, these shares can be newly issued shares, treasury stock, or shares purchased on the open market. Entergy's management has been authorized by the Board to repurchase on the open market shares up to an amount sufficient to fund the exercise of grants under the plans. The amount of share repurchases under these programs may vary as a result of material changes in business results or capital spending or new investment opportunities. In addition, in the first quarter 2013,

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Entergy withheld 62,841 shares of its common stock at \$64.45 per share to pay taxes due upon vesting of restricted stock granted as part of its long-term incentive program.

- (a) See Note 12 to the financial statements in the Form 10-K for additional discussion of the stock-based compensation plans.
- (b) Maximum amount of shares that may yet be repurchased does not include an estimate of the amount of shares that may be purchased to fund the exercise of grants under the stock-based compensation plans.

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Item 5. Other Information

Regulation of the Nuclear Power Industry

Nuclear Waste Policy Act of 1982

Spent Nuclear Fuel

See the discussion in Part I, Item 1 in the Form 10-K for information regarding litigation against the DOE related to the DOE's breach of its obligation to remove spent fuel from nuclear sites. Following is an update to that discussion. On April 2, 2013, the U.S. Court of Appeals for the Federal Circuit issued a ruling in favor of Entergy Nuclear FitzPatrick and Entergy Nuclear Indian Point 3 and against the DOE that the DOE may not raise as a defense to damages claims in the spent fuel litigation a claim that it was unavoidably delayed in commencing performance. On April 5, 2013, the U.S. Treasury paid Entergy Nuclear Generation Company \$4.2 million representing the judgment in favor of Entergy Nuclear Generation Company against the DOE for the Pilgrim plant. On April 11, 2013, the U.S. Treasury paid Entergy Nuclear Vermont Yankee \$40.8 million representing the judgment in favor of Entergy Nuclear Vermont Yankee against the DOE for the Vermont Yankee plant. On April 23, 2013, the U.S. Court of Federal Claims issued a judgment in favor of Entergy Arkansas and against the DOE in the remanded spent fuel case for damages in the amount of \$47.8 million. This decision may be appealed by either party. Management cannot predict the timing or amount of receipt of funds pursuant to this judgment.

Nuclear Plant Decommissioning

See the discussion in Part I, Item 1 in the Form 10-K for information regarding decommissioning funding for the nuclear plants. Following is an update to that discussion. On March 29, 2013, Entergy Operations and Entergy Nuclear Operations made filings with the NRC reporting on decommissioning funding for its nuclear plants. Those reports all showed that decommissioning funding for the nuclear plants met the NRC's financial assurance requirements.

Environmental Regulation

Following are updates to the Environmental Regulation section of Part I, Item 1 of the Form 10-K.

Clean Air Act and Subsequent Amendments

Potential SO₂ Nonattainment

The EPA issued a final rule in June 2010 adopting an SO₂ 1-hour national ambient air quality standard of 75 parts per billion. The EPA designations for counties in attainment and nonattainment were originally due in June 2012, but the EPA has indicated that it will delay designations except for those areas with existing monitoring data from 2009 to 2011 indicating violations of the new standard. In those few areas, final designations are expected in the summer of 2013. In all other areas, analysis is required once EPA issues additional final regulations and guidance. Additional capital projects or operational changes may be required for Entergy facilities in these areas.

Hazardous Air Pollutants

The EPA released the final Mercury and Air Toxics Standard (MATS) rule in December 2011 and the rule became effective in April 2012. Entergy currently is developing compliance plans to meet requirements of the rule, which could result in significant capital expenditures for Entergy's coal-fired units. Compliance with MATS is required by

the Clean Air Act within three years, or by 2015, although certain extensions of this deadline are available from state permit authorities and the EPA. Entergy has applied for a one-year extension, as allowed by the Clean Air Act, for its affected facilities in Arkansas and Louisiana.

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Cross-State Air Pollution

See the Form 10-K for a discussion of the Clean Air Interstate Rule (CAIR) and the Cross-State Air Pollution Rule (CSAPR, which previously was referred to as the Transport Rule). In December 2011 the D.C. Circuit Court of Appeals stayed CSAPR and instructed the EPA to continue administering CAIR, pending further judicial review. In August 2012 the court issued a decision vacating CSAPR and leaving CAIR in place pending the promulgation of a lawful replacement for both rules. In January 2013 the court denied petitions for reconsideration filed by the EPA and certain states and intervenors. In March 2013 the EPA and other parties filed petitions for certiorari with the U.S. Supreme Court. Entergy is complying with CAIR as it continues to be implemented until further instruction from the court or the EPA.

Clean Water Act

Effluent Limitation Guidelines

On April 19, 2013, the EPA issued proposed effluent limitation guidelines that, if adopted as final, would apply to discharges from Entergy’s generating facilities that hold national pollutant discharge elimination system permits under the Clean Water Act. The proposal includes several options for public consideration. Entergy is in the process of reviewing the proposal and will engage in the public comment process as appropriate.

Indian Point Units 1 and 2 Hazardous Waste Remediation

Prior to Entergy’s purchase of Indian Point Unit 1, the previous owner completed the cleanup and desludging of the Unit 1 water storage pool, generating mixed waste. The existing mixed waste storage permit and an associated order on consent were transferred to Entergy upon purchasing the unit. The waste is stored in the Unit 1 containment building in accordance with NRC regulations controlling low level radioactive waste. An order on consent with NYSDEC requires a quarterly survey of the availability of any commercial facility capable of treating, processing, and disposing of this waste in a commercially reasonable manner. However, in 2005, NYSDEC revised its regulations to conditionally exempt the storage and disposal of mixed waste that is regulated by the NRC. Thus, in October 2005 and again in January 2013, Entergy requested that NYSDEC terminate the mixed waste permit and order on consent because the waste falls within the mixed waste exemption. NYSDEC has not yet completed any action on Entergy’s request. Therefore, pursuant to the terms of the order on consent, Entergy continues to review this matter and to conduct its quarterly searches for a commercially reasonable vendor that is acceptable both to the NRC and the NYSDEC. The cost of this disposal cannot be estimated at this time due to the many variables existing in the type and manner of disposal.

Earnings Ratios (Entergy Arkansas, Entergy Gulf States Louisiana, Entergy Louisiana, Entergy Mississippi, Entergy New Orleans, Entergy Texas, and System Energy)

The Registrant Subsidiaries have calculated ratios of earnings to fixed charges and ratios of earnings to combined fixed charges and preferred dividends/distributions pursuant to Item 503 of Regulation S-K of the SEC as follows:

	Ratios of Earnings to Fixed Charges					
	Twelve Months Ended					
	2008	2009	December 31, 2010	2011	2012	March 31, 2013
Entergy Arkansas	2.33	2.39	3.91	4.31	3.79	3.76
	2.44	2.99	3.58	4.36	3.48	3.46

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Entergy Gulf States Louisiana						
Entergy Louisiana	3.14	3.52	3.41	1.86	2.08	2.20
Entergy Mississippi	2.92	3.31	3.35	3.55	2.79	2.89
Entergy New Orleans	3.71	3.61	4.43	5.37	3.02	3.03
Entergy Texas	2.04	1.92	2.10	2.34	1.76	1.77
System Energy	3.29	3.73	3.64	3.85	5.12	5.42

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	Ratios of Earnings to Combined Fixed Charges and Preferred Dividends/Distributions Twelve Months Ended					
	2008	2009	2010	2011	2012	March 31, 2013
Entergy Arkansas	1.95	2.09	3.60	3.83	3.36	3.34
Entergy Gulf States Louisiana	2.42	2.95	3.54	4.30	3.43	3.41
Entergy Louisiana	2.87	3.27	3.19	1.70	1.93	2.04
Entergy Mississippi	2.67	3.06	3.16	3.27	2.59	2.69
Entergy New Orleans	3.45	3.33	4.08	4.74	2.67	2.69

The Registrant Subsidiaries accrue interest expense related to unrecognized tax benefits in income tax expense and do not include it in fixed charges.

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Item 6. Exhibits *

- 12(a) - Entergy Arkansas's Computation of Ratios of Earnings to Fixed Charges and of Earnings to Combined Fixed Charges and Preferred Dividends, as defined.
- 12(b) - Entergy Gulf States Louisiana's Computation of Ratios of Earnings to Fixed Charges and of Earnings to Combined Fixed Charges and Preferred Distributions, as defined.
- 12(c) - Entergy Louisiana's Computation of Ratios of Earnings to Fixed Charges and of Earnings to Combined Fixed Charges and Preferred Distributions, as defined.
- 12(d) - Entergy Mississippi's Computation of Ratios of Earnings to Fixed Charges and of Earnings to Combined Fixed Charges and Preferred Dividends, as defined.
- 12(e) - Entergy New Orleans's Computation of Ratios of Earnings to Fixed Charges and of Earnings to Combined Fixed Charges and Preferred Dividends, as defined.
- 12(f) - Entergy Texas's Computation of Ratios of Earnings to Fixed Charges, as defined.
- 12(g) - System Energy's Computation of Ratios of Earnings to Fixed Charges, as defined.
- 31(a) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Corporation.
- 31(b) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Corporation.
- 31(c) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Arkansas.
- 31(d) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Arkansas.
- 31(e) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Gulf States Louisiana.
- 31(f) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Gulf States Louisiana.
- 31(g) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Louisiana.
- 31(h) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Louisiana.
- 31(i) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Mississippi.
- 31(j) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Mississippi.
- 31(k) - Rule 13a-14(a)/15d-14(a) Certification for Entergy New Orleans.
- 31(l) - Rule 13a-14(a)/15d-14(a) Certification for Entergy New Orleans.
- 31(m) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Texas.
- 31(n) - Rule 13a-14(a)/15d-14(a) Certification for Entergy Texas.

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31(o) - Rule 13a-14(a)/15d-14(a) Certification for System Energy.

31(p) - Rule 13a-14(a)/15d-14(a) Certification for System Energy.

32(a) - Section 1350 Certification for Entergy Corporation.

32(b) - Section 1350 Certification for Entergy Corporation.

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- 32(c) - Section 1350 Certification for Entergy Arkansas.
- 32(d) - Section 1350 Certification for Entergy Arkansas.
- 32(e) - Section 1350 Certification for Entergy Gulf States Louisiana.
- 32(f) - Section 1350 Certification for Entergy Gulf States Louisiana.
- 32(g) - Section 1350 Certification for Entergy Louisiana.
- 32(h) - Section 1350 Certification for Entergy Louisiana.
- 32(i) - Section 1350 Certification for Entergy Mississippi.
- 32(j) - Section 1350 Certification for Entergy Mississippi.
- 32(k) - Section 1350 Certification for Entergy New Orleans.
- 32(l) - Section 1350 Certification for Entergy New Orleans.
- 32(m) - Section 1350 Certification for Entergy Texas.
- 32(n) - Section 1350 Certification for Entergy Texas.
- 32(o) - Section 1350 Certification for System Energy.
- 32(p) - Section 1350 Certification for System Energy.

- 101 INSBRL Instance Document.
-

- 101 SCHBRL Taxonomy Extension Schema Document.
-

- 101 PREBRL Taxonomy Presentation Linkbase Document.
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- 101 LABBRL Taxonomy Label Linkbase Document.
-

- 101 CALBRL Taxonomy Calculation Linkbase Document.
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- 101 DEFBRL Definition Linkbase Document.
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Pursuant to Item 601(b)(4)(iii) of Regulation S-K, Entergy Corporation agrees to furnish to the Commission upon request any instrument with respect to long-term debt that is not registered or listed herein as an Exhibit because the total amount of securities authorized under such agreement does not exceed ten percent of the total assets of Entergy

Corporation and its subsidiaries on a consolidated basis.

* Incorporated herein by reference as indicated.

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SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized. The signature for each undersigned company shall be deemed to relate only to matters having reference to such company or its subsidiaries.

ENERGY
CORPORATION
ENERGY
ARKANSAS,
INC.
ENERGY
GULF STATES
LOUISIANA,
L.L.C.
ENERGY
LOUISIANA,
LLC
ENERGY
MISSISSIPPI,
INC.
ENERGY NEW
ORLEANS, INC.
ENERGY
TEXAS, INC.
SYSTEM
ENERGY
RESOURCES,
INC.

/s/ Alyson M.
Mount
Alyson M. Mount
Senior Vice
President and
Chief Accounting
Officer
(For each
Registrant and for
each as
Principal
Accounting
Officer)

Date: May 8, 2013

