

RICE CHARLES L JR

Form 4

November 13, 2017

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
RICE CHARLES L JR

(Last) (First) (Middle)

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

(Street)

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

3. Date of Earliest Transaction
(Month/Day/Year)
11/09/2017

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 ____X____ Other (specify
below) below)

"Officer" Under Sec. 16 Rules

NEW ORLEANS, LA 70113

(City) (State) (Zip)

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)
Common Stock	11/09/2017		M	2,900 A	\$ 72.79 6,316 ⁽¹⁾	D	
Common Stock	11/09/2017		S	2,900 D	\$ 86.24 3,416 ⁽²⁾	D	
Common Stock	11/09/2017		M	4,600 A	\$ 71.3 8,016	D	
Common Stock	11/09/2017		S	4,600 D	\$ 86.25 3,416 ⁽³⁾	D	

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Common Stock	11/09/2017	M	1,734	A	\$ 63.17	5,150	D	
Common Stock	11/09/2017	S	1,734	D	\$ 86.23 (4)	3,416	D	
Common Stock						1,733	I	By 401(k)

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

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SEC 1474
(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. Price or Value of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Employee Stock Option (Right to Buy)	\$ 72.79	11/09/2017		M		2,900		(5)	(5)	Common Stock	2,900	\$
Employee Stock Option (Right to Buy)	\$ 71.3	11/09/2017		M		4,600		(6)	(6)	Common Stock	4,600	\$
Employee Stock Option (Right to Buy)	\$ 63.17	11/09/2017		M		1,734		(7)	(7)	Common Stock	1,734	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
RICE CHARLES L 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

11/13/2017

__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) Includes 30 shares of Entergy common stock acquired through the Entergy Corporation dividend reinvestment plan and 18 shares of Entergy common stock acquired under the dividend reinvestment feature of Entergy Corporation's equity ownership plans.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$86.01 to \$86.42.

- (2) The reporting person undertakes to provide to Entergy, any security holder of Entergy or the staff of the Securities and Exchange Commission ("SEC"), upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$86.11 to \$86.41.

- (3) The reporting person undertakes to provide to Entergy, any security holder of Entergy or the staff of the SEC, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$86.13 to \$86.38.

- (4) The reporting person undertakes to provide to Entergy, any security holder of Entergy or the staff of the SEC, upon request, full information regarding the number of shares sold at each price within the range set forth in this footnote.

- (5) The options vested in three equal annual installments on January 27, 2012, 2013 and 2014.

- (6) The options vested in three equal annual installments on January 26, 2013, 2014 and 2015.

- (7) 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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