

Brown Marcus V
Form 4
March 15, 2019

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 *
Brown Marcus V

(Last) (First) (Middle)

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

(Street)

NEW ORLEANS, LA 70113

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
03/14/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP & General Counsel

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 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/14/2019		M	10,800	A \$ 64.6 42,867 ⁽¹⁾	D	
Common Stock	03/14/2019		S	10,800	D \$ 94.82 32,067 ⁽²⁾	D	
Common Stock	03/14/2019		M	20,500	A \$ 63.17 52,567	D	
Common Stock	03/14/2019		S	20,500	D \$ 94.97 32,067 ⁽³⁾	D	

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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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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 64.6	03/14/2019		M		10,800		<u>(4)</u>	01/31/2023	Common Stock	10,800
Employee Stock Option (Right to Buy)	\$ 63.17	03/14/2019		M		20,500		<u>(5)</u>	01/30/2024	Common Stock	20,500

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/ Daniel T. Falstad by power of
attorney

03/15/2019

__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).
- (1) Includes 90 shares of Entergy common stock acquired through the dividend reinvestment feature of Entergy Corporation's equity ownership plan.

The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$94.71 to \$95.15.
- (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 \$94.72 to \$95.31.
- (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.
- (4) The options vested in three equal annual installments on January 31, 2014, 2015 and 2016.
- (5) 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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