Mount Alyson M Form 4 March 07, 2018

FORM 4

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

OMB 3235-0287 Number:

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Mount Alyson M

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

ENTERGY CORP /DE/ [ETR]

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year) 03/05/2018

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

SVP & Chief Accounting Officer

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

(Street)

(First)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

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

NEW ORLEANS, LA 70113

| (City) | (State) | (Zip) Tabl | e I - Non-D | erivative | Secur | ities Acq | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|---|---|--|--|------------------|----------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transactio Code (Instr. 8) | 4. Securities Acquired n(A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code V | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | |
| Common Stock | 03/05/2018 | | M | 7,000 | A | \$ 70.56 | 20,248 (1) | D | |
| Common Stock | 03/05/2018 | | S | 6,518 | D | \$ 78.5 (2) | 13,730 | D | |
| Common Stock | 03/05/2018 | | M | 4,166 | A | \$ 70.53 | 17,896 | D | |
| Common Stock | 03/05/2018 | | S | 3,878 | D | \$ 78.5 (3) | 14,018 | D | |
| Common Stock | | | | | | | 55 | I | By 401(k) |

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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 proof 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) | \$ 70.56 | 03/05/2018 | | M | 7,000 | <u>(4)</u> | 01/28/2026 | Common Stock | 7,000 |
| Employee Stock Option (Right to Buy) | \$ 70.53 | 03/05/2018 | | M | 4,166 | <u>(5)</u> | 01/26/2027 | Common Stock | 4,166 |

Reporting Owners

Relationships

Reporting Owner Name / Address $\begin{array}{ccc} \text{Director} & 10\% & \text{Officer} & \text{Other} \end{array}$

Mount Alyson M C/O ENTERGY CORPORATION LEGAL DEPARTMENT 639 LOYOLA AVENUE, 26TH FLOOR NEW ORLEANS, LA 70113

SVP & Chief Accounting Officer

Signatures

/s/ Daniel T. Falstad by power of attorney 03/07/2018

**Signature of Reporting Person Date

Reporting Owners 2

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 21 shares of Entergy Corporation common stock acquired through the dividend reinvestment feature of Entergy Corporation's 2015 Equity Ownership Plan.
 - The price reported in column 4 is a weighted average price. The shares were sold in multiple transactions ranging from \$78.41 to \$78.65.
- (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 \$78.41 to \$78.65.
- (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 two equal annual installments on January 28, 2017 and 2018.
- (5) The options vested on January 26, 2018.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.