

CONLEY E RENAE  
Form 4  
March 19, 2003

**FORM 4**

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

OMB APPROVAL

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

Filed By  
Romeo and Dye's  
Section 16 Filer  
www.section16.net

1. Name and Address of Reporting Person*			2. Issuer Name <b>and</b> Ticker or Trading Symbol			6. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
CONLEY, E. RENAE			ENTERGY CORPORATION (ETR)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below)		
(Last) (First) (Middle)			3. I.R.S. Identification Number of Reporting Person, if an entity (voluntary)			4. Statement for Month/Day/Year 03/17/03		
4809 Jefferson Highway								
(Street)			5. If Amendment, Date of Original (Month/Day/Year)			7. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
Jefferson, LA 70121								

**"Officer" Pursuant to Section 16 Rules**

1. Title of Security (Instr. 3)			2. Trans-action Date (Month/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		3. Trans-action Code (Instr. 8)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5)			5. Amount of Securities Beneficially Owned Following Reported Transactions(s) (Instr. 3 & 4)		6. Owner-ship Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)	Price										
<b>Table I Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned</b>																	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.  
\* If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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**FORM 4 (continued) 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. Trans-action Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Trans-action Code (Instr. 8)	5. Number of Derivative Securities (A) or	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 & 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported	10. Owner-ship Form of Derivative Security:	11. Nature of Indirect Ownership (Instr. 4)

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		Year)	Disposed of (D) (Instr. 3, 4 & 5)				Date Exer-cisable	Expira-tion Date	Title	Amount or Number of Shares	Transaction(s) (Instr. 4)	Direct (D) or Indirect (I) (Instr. 4)
			Code	V	(A)	(D)						
<b>Phantom Stock Units</b>	<b>1 for 1</b>	<b>03/17/03</b>	<b>A<sup>(1)</sup></b>		<b>8,774</b>	<b>Note 1</b>	<b>03/17/03</b>	<b>ETR Common</b>	<b>8,774</b>	<b>36.472</b>	<b>23,474</b>	<b>D</b>

Explanation of Responses:

(1) Based on performance in 2002, the filing individual earned incentive income. Under the terms of the Company's Executive Annual Incentive Plan, the filing individual chose to defer all of her 2002 incentive income into phantom stock units purchased at 80% of the market value of Entergy Corporation common stock on 12/31/02 and held in a brokerage account. Entergy Corporation common stock closed at \$45.59 on 12/31/02. On March 17, 2003, the amount of 2002 incentive income under the Executive Annual Incentive Plan was determined with finality for the filing individual, and the phantom stock units were placed in the brokerage account. The deferral period is until the earlier of January 2, 2005 or retirement from the Company.

By: /s/ **Christopher T. Screen**

**For: E. Renae Conley**

\*\*Signature of Reporting Person

**3/19/03**

Date

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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