LEONARD J WAYNE

Form 4/A February 04, 2003

## FORM 4

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

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### 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

**OMB APPROVAL** 

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

					me and Tid		Person(s)	6. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First) (Middle)				orting	ntification g Person, voluntary)	Numbe	M	Statement for onth/Day/Year /30/03	Director 10% Owner <b>X</b> Officer (give Other (specify b	Director		
									Chief Executiv Officer			
	(Street)							If Amendment,	7. Individual or Joint/Group Filing			
New Orleans, LA 70113							(M	ate of Original Ionth/Day/Year) /03/03 <sup>(3)</sup>	X Form filed by Person Form filed by	(Check Applicable Line)  X Form filed by One Reporting Person Form filed by More than One Reporting Person		
(Ci	ity) (State)	(Zip)	Т	[able	e I Non-I	Derivat	sposed of, or Beneficially Owned					
1. Title of Security (Instr. 3)	2. Trans- action Date (Month/ Day/ Year)	(Month/Day/	3. Trans action C (Instr. 8 Code	Code	4. Securitie (A) or Disp (Instr. 3, 4 Amount	es Acqu bosed o & 5) (A) or	iired	5. Amount of Securities Beneficially Owned Follow- ing Reported	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial		
		Year)				(D)		Transactions(s) (Instr. 3 & 4)				

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

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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)

_	(c.g., pats, cans, warrants, options, convertible securities)													
	1. Title of	2. Conver-	3. Trans-	3A.	4.	5. Number of	6. Date Exercisable	7. Title and Amount	8. Price of	9. Number of	10.	11.		
1	Derivative	sion or	action	Deemed	Trans-	Derivative	and Expiration	of Underlying	Derivative	Derivative	Owner-	of l		
	Security	Exercise	Date	Execution	action	Securities	Date	Securities	Security	Securities	ship	Beı		
	  -	Price of		Date,	Code	Acquired (A)	(Month/Day/	(Instr. 3 & 4)	(Instr. 5)	Beneficially	Form	Ow		
(	(Instr. 3)	Derivative	(Month/	if any		or Disposed of	Year)			Owned	of Deriv-	(In		
	  -	Security		(Month/	(Instr.	(D)				Following	ative			
	  -		Year)	Day/	8)					Reported	Security:			
		Security			(Instr. 8)	(D)								

<sup>\*</sup> If the form is filed by more than one reporting person, see Instruction 4(b)(v).

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			Year)	Code		(Instr. 3, (A)	(D)	Date Exer-cisable	Expira- tion Date	Title	Amount or Number		, , , , , , , , , , , , , , , , , , ,	(D) or Indirect	
											of Shares			(1) (Instr. 4)	
Employee Stock Option (right to buy)	44.45	01/30/03		<b>A</b> (1)	-	195,000		Note 1	01/30/13	ETR Common	195,000		195,000	D	
Equity Units	1 for 1	01/30/03		$\mathbf{A}^{(2)}$		48,000		Note 2		ETR Common	48,000	45.59		D	
Equity Units	1 for 1	01/30/03		D			48,000	Note 2		ETR Common	48,000	45.59	0	D	

Explanation of Responses:

(1) One-third of these options will vest on each of the first three anniversary dates of the grant. These options were acquired under Entergy's Equity Ownership Plan.

(2) These represent restricted phantom stock units under the Company's 2000-2002 Long Term Incentive Plan. On January 30, 2003 the Personnel Committee of the Board declared a pay-out of 48,000 units to the filing individual, who chose to receive the value of the units in cash. (3) A duplicate of this Form was filed timely with the SEC yesterday, February 3, 2003. The filing was correctly indexed under the name of Entergy Corp., but one of the submission headers inaccurately identified the filing individual. This amendment is being filed for the sole purpose of allowing the Form to be correctly indexed in the EDGAR system under the name of the filing individual.

By: /s/ Christopher T. Screen for J. Wayne Leonard

<u>02/04/03</u> Date

\*\*Signature of Reporting Person

\*\*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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