

ENTERGY CORP /DE/
Form 35-CERT
August 29, 2003

UNITED STATES OF AMERICA
BEFORE THE SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C.

In the Matter of

ENTERGY CORPORATION

File No. 70-9749

(Public Utility Holding Company
Act of 1935)

CERTIFICATE
PURSUANT TO
RULE 24

This is to certify, pursuant to Rule 24 under the Public Utility Holding Company Act of 1935, as amended, that for the quarterly period ended June 30, 2003, the transactions described below, which were proposed by Entergy Corporation (the "Company" or "Entergy") in the Application-Declaration on Form U-1, as amended, in the above referenced File ("Application-Declaration"), have been carried out in accordance with the terms and conditions of and for the purposes represented by the Application-Declaration and pursuant to the Order of the Securities and Exchange Commission dated April 3, 2001, as amended by the Supplemental Order dated November 25, 2002.

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| (1) The per share purchase and market prices for each sale of common stock, preferred stock or other forms of preferred or equity linked securities on the date of each sale. | None. |
| (2) The total number of shares of common stock issued or available for issuance under options granted during the reporting period. | 14,813,801 shares of common stock are available for issuance pursuant to the terms of options granted during this period. |
| (3) The number and price of, and restrictions on, common shares issued in connection with the acquisition of another business. | None. |
| (4) The principal amount of, and the terms and conditions associated with the issuance of Long-Term Debt. | On May 14, 2003, Entergy issued \$75,000,000 in aggregate principal amount of the Company,s 6.58% Senior Notes due May 15, 2010. The Senior Notes are subject to the terms and conditions contained in (i) an Indenture, which is incorporated by reference as Exhibit 4(a)(4) to |

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| | <p>Entergy,s Annual Report on Form 10-K for the fiscal year ended December 31, 2002, and (ii) an Officer,s Certificate, which is incorporated by reference as Exhibit 4(d) to Entergy,s Quarterly Report on Form 10-Q for the quarter ended June 30, 2003.</p> <p>On June 6, 2003, Entergy entered into a First Amendment to a Credit Agreement among Entergy, the banks named therein and Bayerische Hypo-Und Vereinsbank, AG, New York Branch, as Administrative Agent. The Credit Agreement provides for a \$60,000,000 unsecured revolving credit facility. Pursuant to the First Amendment, the maturity date of the credit facility was extended to June 30, 2005.</p> |
| (5) The principal amount of, and the terms and conditions associated with, the issuance of Short-Term Debt. | \$1,450,000,000 Credit Agreement, dated as of May 15, 2003, among Entergy, the Banks named therein and Citibank, N.A., as Administrative Agent, incorporated by reference as Exhibit 4(c) to Entergy's Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2003. |
| (6) The notional amount and principal terms of, and the counter parties to, any Interest Rate Hedge or Anticipatory Hedge entered into during the reporting period. | None. |
| (7) The name of, and amount invested in, any new Financing Subsidiary. | None. |
| (8) A list of all Form U-6B-2 filings made during the reporting period, including the date of the filing. | None. |
| (9) Entergy,s consolidated balance sheet and the balance sheet for any company that engaged in a financing transaction during the reporting period, each showing the type and outstanding amount of debt or equity, as the case may be. | Entergy,s consolidated balance sheet is incorporated by reference to Entergy,s Quarterly Report on Form 10-Q for the quarter ended June 30, 2003. |
| (10) A calculation of Entergy,s debt to equity ratio for the quarter ending June 30, 2003. | Filed herein as Exhibit 10(a). |

IN WITNESS WHEREOF, the Company has caused this certificate to be executed this 28th day of August, 2003.

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| | ENTERGY CORPORATION | |
| | By: | |

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| | | <u>/s/ Steven C. McNeal</u> Steven C. Mc Neal Vice President and Treasurer |
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