

ENTERGY CORP /DE/  
Form 425  
May 15, 2012

Entergy New Orleans, Inc.  
Entergy New Orleans, Inc.  
A Partner  
A Partner  
in

in  
the  
the  
Community  
Community

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Planning  
Planning

for

for

the

the

Future

Future

Filed by Entergy Corporation Pursuant to Rule 425

Under the Securities Act of 1933

Subject Company: Entergy Corporation

Commission File No. 001-11299

### Entergy in New Orleans

Entergy New Orleans has been providing dependable, affordable electricity and gas to New Orleans since 1922.

160,000 electric customers

100,000 gas customers

Entergy Corp. is the only  
Fortune 500 headquartered in  
New Orleans.

## Delivering Reliable Service

Leader in electric and gas  
reliability.

Improvements since  
Hurricane Katrina.

Award-winning  
emergency response.

[My Account Online](#)

[Outage texting](#)

[View Outage website](#)

Online energy efficiency  
tools

Improving Customer Service and Communications



Planning for our Future

Sustaining affordable electricity costs.

Improving the quality of life in our communities.

Strong focus on economic development and business growth.

Anticipating energy needs of the future.

Sustainable, Affordable Electricity

Lowered rates four years in a row.

Rates are among the lowest in the nation.

Formula rate plan ensures savings passed on to

customers.

Entergy New Orleans Fuel Mix

A diverse fuel mix helps  
keep fuel costs low.

Low natural gas prices.  
55%

25%

13%

7%

Nuclear

Natural Gas

Coal

Other

Giving Back: The Right Thing to Do

In 2011, Entergy contributed \$4.3 million to support charitable causes in the New Orleans area.

More than \$30 million since 2006.

2,000 volunteer hours annually in  
New Orleans.  
Working to Improve the  
Communities We Serve



### Focus on Economic Development

In the last two years, Entergy  
In the last two years, Entergy  
New Orleans has helped attract  
New Orleans has helped attract

more than \$127 million in new  
more than \$127 million in new  
investments to the city.  
investments to the city.

Help create more than 1,125  
Help create more than 1,125  
new jobs.  
new jobs.

### Entergy's Economic Impact and Jobs

Entergy's total economic impact in the New Orleans metro area was more than **\$866 million in 2010!**

6,000 direct and indirect employees

in  
New Orleans area including:

400 Entergy New Orleans employees.

2,200 total Entergy employees.

3,400 indirect employees.

Entergy plays an important role in the local economy

Meeting Future Energy Needs

Investment in infrastructure.

Energy efficiency initiatives.

Regional transmission

organization -  
MISO.

Proposed spin/merge of  
transmission business.

### Investing in Infrastructure

From 2011 to 2013, Entergy plans to invest an estimated \$500 million to expand and bolster the transmission system throughout Louisiana.

Building new 550 MW natural gas power generation plant in Westwego (Ninemile 6).

20% purchase power agreement for Entergy New Orleans approved by City Council Utility Committee.



Reducing Demand: Focus on Energy Efficiency

\$11 million energy efficiency program for New Orleans electric customers.

Rebates and incentives available to residential and business customers.

Since April 2011, helped more than 8,000 customers and 80 businesses:

o  
Saved  
15  
million  
kilowatt-hours  
of  
electricity

enough  
to  
power  
1,300  
homes for an entire year!

o  
Installing more than 56,000 energy efficiency measures in New Orleans  
homes and businesses.

Regional Transmission Organization

Manages the distribution of generation and transmission of electricity.

Manages supply, demand and cost of production while increasing reliability.

Allows access to a vast network of electricity buyers and sellers. There are currently seven RTOs in the United States, which serve about 60% of U.S. energy load.

Midwest Independent System Operator (MISO) operates in 13 U.S. states and Manitoba, Canada.

Large footprint.

Access to diverse power generation.

Customer benefits:

Increased efficiencies.

Improved system reliability.

Entergy New Orleans customers will

save

between

\$32

-

\$46

million.

(\$1.4 billion across Entergy)

MISO: Right Choice for Entergy & Customers

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In  
this  
communication,  
and  
from  
time

to  
time,  
Entergy  
makes  
certain  
forward-looking

statements  
within  
the  
meaning  
of  
the

Private  
Securities  
Litigation

Reform Act of 1995. Except to the extent required by the federal securities laws, Entergy undertakes no obligation to publicly forward-looking statements, whether as a result of new information, future events, or otherwise. Forward-looking statements include  
and  
uncertainties.

There  
are  
factors

that  
could  
cause  
actual  
results

to  
differ  
materially  
from  
those

expressed  
or  
implied

in  
the  
forward-looking

statements, including (i) those factors discussed in Entergy's Annual Report on Form 10-K for the year ended December 31, 2011, and  
on Form 10-Q for the quarter ended March 31, 2012, and other filings made by Entergy with the Securities and Exchange Commission  
following

transactional  
factors

(in  
addition

to  
others  
described  
elsewhere

in



this  
presentation  
and  
in  
subsequent  
securities  
filings)  
involving  
risks  
inherent  
in  
the  
contemplated  
transaction,  
including:  
(1)  
failure  
to  
obtain  
ITC  
shareholder  
approval,  
(2)  
failure  
of  
Entergy  
and  
its  
shareholders  
to  
recognize  
the  
expected  
benefits  
of  
the  
transaction,  
(3)  
failure  
to  
obtain  
regulatory  
approvals  
necessary  
to  
consummate  
the  
transaction  
or  
to

obtain

regulatory approvals on favorable terms, (4) the ability of Entergy, Transco and ITC to obtain the required financings, (5) delay

transaction or the failure to consummate the transaction, (6) exceeding the expected costs of the transaction, and (7) the failure

approving

the

tax-free

status

of

the

transaction;

(iii)

legislative

and

regulatory

actions;

and

(iv)

conditions

of

the

capital

markets

during

the

periods

covered by the forward-looking statements. The transaction is subject to certain conditions precedent, including regulatory approval

shareholders

and

the

availability

of

financing.

Entergy

cannot

provide

any

assurance

that

the

transaction

or

any

of

the

proposed

transactions

related

thereto will be completed, nor can it give assurances as to the terms on which such transactions will be consummated.

Additional Information and Where to Find It

ITC and Transco will file registration statements with the Securities and Exchange Commission ( SEC ) registering shares of

Transco common units to be issued to Entergy shareholders in connection with the proposed transactions. ITC will also file a proxy statement with the SEC that will be sent to the shareholders of ITC. Entergy shareholders are urged to read the prospectus and/or information statement included in the registration statements and any other relevant documents, because they contain important information about ITC and the proposed transactions. ITC shareholders are urged to read the proxy statement and any other relevant documents because they contain important information about Transco and the proposed transactions. The proxy statement, prospectus and/or information statement, and other documents relating to the proposed transactions (when they are available) can be obtained free of charge from the SEC's website at [www.sec.gov](http://www.sec.gov). Documents, when available, can also be obtained free of charge from Entergy upon written request to Entergy Corporation, Investor Relations, Box 61000, New Orleans, LA 70161 or by calling Entergy's Investor Relations information line at 1-888-ENTERGY (368-3777). Documents can also be obtained by written request to ITC Holdings Corp., Investor Relations, 27175 Energy Way, Novi, MI 48377 or by calling 248-946-3000.

Entergy Forward-looking Information



About the Spin/Merge Proposal

System Peak

Load

26,100 MW

28,000 MW

Service Area

Seven states

Four states\*

Total

Transmission

Miles

15,100 miles

15,700 miles

Service Area

Square Miles

89,850

114,669  
RTO  
Membership  
MISO/SPP  
Anticipated  
MISO  
membership  
by 12/2013  
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\*Entergy also owns limited assets in Missouri.

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Why Spin/Merge? Why Now?

The world has changed. Today demands more of the grid than the grid was built for; modern society is energy-hungry and electricity-intensive

Our city's and our region's growth, economy and prosperity are linked to

diverse, affordable and reliable electricity

But:  
capital  
investments  
required  
will  
drive  
costs  
higher  
for  
customers  
unless  
new  
approaches  
are  
taken  
now

Estimated capital requirements

Entergy Utility investment needs could potentially exceed \$17B over the next decade

Adapting  
requires  
bold  
strokes,  
decisive  
action why  
Entergy  
is  
proposing  
this  
new  
model  
now



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Benefits In a Nutshell

Providing safe, reliable  
affordable power.  
Partner in the community.  
Planning for the future.  
Entergy Now and into the Future

