

CODE — OF — ENTEGRITY

GUIDELINES FOR BUSINESS ETHICS & COMPLIANCE



THE POWER OF PEOPLE®

Message from Wayne Leonard



Dear Colleagues,

At Entergy, we believe that success, true success, is an illusion unless it's supported by integrity in all our business dealings. A culture of integrity is one in which our standards of ethics and lawful conduct are consistently applied in our relationships with each other, with our customers, with our business partners and with our community. It is the universal quality that sustains great companies during the good times and the bad.

But building a culture of integrity requires great effort and commitment. Our industry is highly regulated, with complex rules and gray areas of ethical decision-making where more than one choice can meet the "legal requirements." Meeting the legal requirements is the minimum standard. The tougher question is what is the "right" thing, the "fair" thing to do?

In a way, it's like driving a car. Before we earn the right to drive on public roadways, we study a driver's manual. We learn the rules of the road. We practice our driving skills. And then we pass the test. Legally, we have a license to drive. The question is, are we a "good" driver, or a menace on the road, an accident waiting to happen.

This Code of Entegrity is our driver's manual. It provides the laws and "rules of the road," where in this case the "road" represents our daily interactions at Entergy. Look to the Code as the best path to upholding our core values of acting with integrity and treating people with respect. The following "Road Map to Integrity" is an overview of ethical guidelines found in this Code.

Entergy's Road Map to Integrity:

Steer a straight path:

Carry out ethical responsibilities

Shift out of neutral:

Don't be afraid to point something out or ask a question

Be a courteous driver:

Respect the workplace

Share the road:

Deal fairly with customers, suppliers and competitors

Stop at all red lights:

Obey the law

Don't hand the keys to a stranger:

Protect company property and information

Use caution when changing lanes:

Understand the relationship between personal, company and outside-party interests

Each day we encounter forks in the road. When faced with tough choices, remember to take the high road. You'll win every time.

A handwritten signature in black ink that reads "Wayne". The signature is written in a cursive, slightly slanted style.

J. Wayne Leonard
Chairman and CEO

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ON THE ROAD TO INTEGRITY



A. INTRODUCTION AND APPLICABILITY

Building a culture of integrity is more than a final destination. It's the collective journey employees take each day during the course of conducting business and making decisions. In that sense, we are each in the driver's seat needing to operate ethically and within the law.

Even the best drivers need the right tools to guide them through challenging, as well as basic, situations. Here is the Code of Entegrity, your driver's manual and guide to day-to-day ethical decision making.

The Code of Entegrity applies to everyone who works for, or represents, Entergy or any of the subsidiaries or affiliates in which Entergy has a direct or indirect majority ownership interest ("Entergy" or "company"). This includes all Entergy employees, regardless of their level in the organization, from the CEO on down.

The Code of Entegrity is Entergy's "umbrella" policy and incorporates by reference various system policies that deal with specific compliance topics in greater detail.

B. ROADMAP TO INTEGRITY

Two of Entergy's core values are *Treat People with Respect* and *Above All, Act with Integrity*. By following the Roadmap to Integrity, we can help maintain those values. The Roadmap to Integrity is an overview of ethical guidelines found in this Code. For a quick reminder of the Code's key components, keep this roadmap handy.

1. Steer a straight path: *Carry out ethical responsibilities.* When we drive on the highway, we accept personal responsibility to abide by the driver's manual and protect ourselves and others. When representing Entergy, we have an obligation to follow the letter and spirit of this Code and Entergy's system policies and, in every event, to behave according to the highest ethical and legal standards.



2. Shift out of neutral: *Don't be afraid to point something out or ask a question.* Drivers must be proactive and aware of what is happening around them to maintain safe driving conditions. As Entergy workers, it is our responsibility to remain alert to possible violations of the law or Entergy policies, and to report them to the Ethics Line.

3. Be a courteous driver: *Respect the workplace.* Just as drivers have a responsibility to care for their passengers, Entergy employees have a responsibility to be civil and respectful to co-workers during workplace interactions.

4. Share the road: *Deal fairly with customers, suppliers and competitors.* The road is shared by many motorists – motorcycle, truck, bus and car drivers – and we have to interact with each of them in a fair and legal manner. Entergy employees work alongside various parties in the marketplace. We must respect the rights of our competitors and compete lawfully. We must act in good faith when dealing with vendors and suppliers. And we must listen to our customers and strive to meet and exceed their quality and service expectations.

5. Stop at all red lights: *Obey the law.* Abiding by the laws that regulate the movement of traffic is an absolute necessity. Each Entergy worker has a duty to follow the letter and spirit of applicable laws, regulations, rules and regulatory orders of every jurisdiction in which we operate.

6. Don't hand the keys to a stranger: *Protect company property and information.* Motorists protect their property by locking the doors and securing the keys. At Entergy, we must also protect our assets, whether in the form of personal property, real estate, information, records or electronic files.

7. Use caution when changing lanes: *Understand the relationship between personal, company and outside-party interests.* In the workplace and outside of it, some interactions must be avoided. On the road, vehicles are at times barred from changing lanes and trucks are restricted to one lane. As Entergy workers, we have an obligation to avoid certain interactions that create conflicts of interest with our duty to act in the best interest of Entergy.

C. IMPORTANT NOTICES AND DISCLAIMERS

The Code is not a Human Resources handbook. It does not address or reference many policies relating to important personnel issues such as benefits, time off or employment rights. For help with such issues, contact your Human Resources representative or consult the appropriate [system policy](#) on the EntergyNET portal.

This Code replaces all prior versions of the Code of Entegrity. In the event that there are differences between a printed and online version, the online version is the current statement of the Code. The online version can be found on the EntergyNET ([Companywide Information > Alphabetical List > Code of Entegrity](#)). If the EntergyNET is not available, a copy can be provided by supervisors, Human Resources representatives or the Ethics and Compliance department.

The description of policies, practices or procedures contained in this Code or a referenced policy, or as told to you by a company representative, does not create any terms and conditions of an employment contract. This Code does not constitute or create any contractual obligation between you and the company. All Entergy employment is at will and can be ended by either party, at any time, without prior notice, except as provided in a collective bargaining agreement or other authorized express written employment contract between an employee, personally, and Entergy.

STEER A STRAIGHT PATH:

Carry Out Ethical Responsibilities



Difficulty in building and ease of losing a reputation has been recognized from Socrates (“Regard your good name as the richest jewel you can possibly be possessed of - for credit is like fire; when once you have kindled it you may easily preserve it, but if you once extinguish it, you will find it an arduous task to rekindle it again”) to Warren Buffet (“It takes 20 years to build a reputation and 5 minutes to ruin it”).

A. SHARED RESPONSIBILITIES

Entergy’s corporate reputation is created and maintained by the actions of our employees and representatives. We have a shared responsibility to uphold Entergy’s reputation for good and fair corporate behavior. We also must follow the letter and the spirit of applicable laws, including statutes, regulations, rules and regulatory orders of every jurisdiction in which Entergy operates.

We cannot assist others – either at the company or third parties – in breaking the law. We must conduct ourselves in accordance with this Code, as well as its underlying policies. What Entergy cannot do directly or indirectly, it will not do through another party. Consultants and agents shall not be retained to do anything illegal or improper. Entergy expects its suppliers, contractors and consultants to behave in a manner consistent with this Code when doing work for Entergy.

If there is a conflict between an applicable law and this Code or any internal policy, the law takes precedence and must be followed. If it appears that the Code or an internal policy can be interpreted to differ from an applicable law, contact the Ethics and Compliance department or the Legal Services department for guidance. If immediate action is necessary, the more restrictive guidance must be followed. Not only is Entergy subject to the laws of the United States, but we are also covered by the laws of the countries within which we do business. In some

circumstances, that will mean that the company is subject to different rules in different places. Additionally, laws may be in conflict. In such circumstances, contact Entergy’s Legal Services department with any questions before taking action (**Companywide Information > Alphabetical List > Legal**).

B. EMPLOYEE RESPONSIBILITIES

Above all, act with integrity. Follow the letter and spirit of Entergy's Code and system policies, and always observe the highest ethical and legal standards.

As employees, it is part of our job and our ethical responsibility to Entergy to:

- Know the Code and system policies related to our work and stay informed of any revisions
- Help Entergy enforce the Code and system policies, including prompt reporting of known or suspected wrongdoing (as explained in Entergy's [Reporting Violations Policy](#))
- Cooperate with investigations and provide forthright responses
- Acknowledge compliance with the Code upon hiring and annually thereafter (applies to non-bargaining unit employees)
- Complete all required compliance training
- Cooperate fully with all compliance auditing and monitoring requirements
- Understand and follow business unit policies applicable to our work



For questions or concerns, please see the “**Help Lines and EntergyNET Links**” and the “**Reporting Violations**” sections.

Because Entergy is committed to ethical and honorable actions by all employees, **violation of any provision of Entergy's Code or any system policy may result in disciplinary action**, regardless of whether the underlying policy or policies contain specific disciplinary provisions. This could include termination of employment.

No delay or failure by the company to enforce this Code or any system policy will constitute a waiver by the company of its right to do so in the future.

C. SUPERVISOR RESPONSIBILITIES

Supervisors have a special obligation to lead by example and to provide direction, guidance and encouragement to those whom they lead. Supervisors must:

- Create and maintain an atmosphere that promotes ethical behavior, supports the company's compliance system and helps to prevent violations
- Work with the Ethics and Compliance department to make sure that applicable employees, and any consultants, vendors and agents for which the supervisor is responsible, are aware of the Code and system policies and ensure they take required compliance training
- Encourage others to ask questions and seek advice if faced with ethical issues
- Require employees to promptly report known, suspected or potential violations of this Code or system policies in accordance with the [Reporting Violations Policy](#)
- Promptly take action in response to compliance issues raised by employees, consultants, vendors or agents
- Take appropriate and timely action, through reporting, discipline or other appropriate measures, to address known or suspected violations by employees

D. RESPONSIBILITIES UNDER THE COMPLIANCE PROGRAM

Entergy's compliance program includes:

- The Code of Entegrity.
- Entergy system policies.
- Business Unit policies.
- All other rules, regulations, guidelines, procedures, and general standards of attendance, work performance, safety, civility and ethics.
- All other general standards of expected conduct, regardless of whether they are written or unwritten.

Violation of Entergy's compliance program could lead to criminal charges, civil charges or government investigations. Again, it is important to understand that any violations of Entergy's compliance program will also subject employees to disciplinary action, which may include termination of employment.

E. EMPLOYMENT AT WILL

Absent an applicable collective bargaining agreement or a written contract of employment, our employment with the company is at will. As an at-will employee, each employee, or the company, may end employment at any time, with or without cause and with or without notice.



SHIFT OUT OF NEUTRAL:

Don't Be Afraid to Point Something Out or Ask a Question

A. ADDRESSING QUESTIONS / CONCERNS

This Code addresses many topics, and our system polices go into even greater detail on many different areas. But we need to recognize that this Code and Entergy's compliance system cannot specifically address or cover all situations. And even when a topic is addressed, the facts may be such that the proper response is not obvious.

The "Ethical Decision Making Model" shown below gives some tips to consider when facing an ethical predicament. But perhaps even more important is the need to ask questions. When it comes to ethics and compliance, hesitation is not the right approach. See the "Help Lines and EntergyNET Links" below for where to go for help. When in doubt, call the Ethics Line at 1-888-257-ETHIC (3844).

Consider the United States Military Academy. Their "Cadet Honor Code" is simple – "A cadet will not lie, cheat, steal, or tolerate those who do." The West Pointers have "Three Rules of Thumb" to consider in following their code:

1. Does this action attempt to deceive anyone or allow anyone to be deceived?

2. Does this action gain or allow gain of a privilege or advantage to which I or someone else would not otherwise be entitled?

3. Would I be unsatisfied by the outcome if I were on the receiving end of this action?

If the answer is yes to any of these questions, we're probably better off seeking guidance first.

B. ETHICAL DECISION MAKING MODEL

There are various methods for solving ethical questions or problems. Give these steps a try.

- Gather the facts and identify the issue(s)
- Use available resources (including the Code of Entegrity, system policies, computer-based training modules, *Inside Entergy* articles and the Ethics and Compliance department)
- Find out which laws, regulations, company values or policies apply
- Consider the options and their consequences

Before making a decision, ask yourself the following questions:

- Is my decision consistent with the values of fairness, honesty and integrity?
- Does my decision reflect the letter and spirit of the laws and principles that support Entergy's compliance system?
- Am I worried that my decision will be discovered?
- Would I be comfortable if my decision was reported in the news?
- What would I tell a child to do?

C. HELP LINES AND ENTERGYNET LINKS

Concerns about your compliance obligations or reporting procedures can be raised with supervisors, human resources representatives or the Ethics and Compliance department. The Help Lines and EntergyNET Links below list other resources.

1. Affiliate Transactions and FERC Compliance — Phone: 1-501-377-3601
EntergyNET > Companywide Information > Alphabetical List > FERC Compliance
2. Code of Integrity
EntergyNET > Companywide Information > Alphabetical List > Code of Integrity
3. Corporate Security 24-Hour Help Line — Phone: 1-888-257-3844
EntergyNET > Companywide Information > Alphabetical List > Corporate Security
4. Ethics and Compliance — Phone: 1-504-576-6178
EntergyNET > Companywide Information > Alphabetical List > Ethics and Compliance
5. Ethics Line — Phone: 1-888-257-3844
EntergyNET > Companywide Information > Alphabetical List > Ethics Line
Website: <https://www.compliance-helpline.com/entergyethicsline.jsp>.
6. Human Resources — Phone: 1-504-576-5868
EntergyNET > Companywide Information > Alphabetical List > Human Resources
7. Information Technology — Phone: 1-800-224-3939
EntergyNET > Companywide Information > Alphabetical List > Information Technology
8. Internal Audit Services — Phone: 1-504-576-4195
EntergyNET > Companywide Information > Alphabetical List > Internal Audit Services
9. Legal Services — Phone: 1-504-576-4214
EntergyNET > Companywide Information > Alphabetical List > Legal
10. Nuclear Employee Concerns — Phone: 1-601-368-5000
EntergyNET > <http://nuclear.energy.com/krnuclear/>
11. Office of Corporate Risk Oversight — Phone: 1-281-297-5430
EntergyNET > Companywide Information > Alphabetical List > Office of Corporate Risk Oversight
12. Safety and Environment — Phone: 1-504-576-6344
EntergyNET > Companywide Information > Alphabetical List > Safety
13. System Policies — Phone: 1-504-576-6178
EntergyNET > Companywide Information > Alphabetical List > Policies

If ever unclear on where to turn for help, please call the toll free Ethics Line at 1-888-257-ETHIC (3844). The Ethics Line is also accessible via the EntergyNET at **Companywide Information > Alphabetical List > Ethics Line** or online at <https://www.compliance-helpline.com/entergyethicsline.jsp>.

D. THE ENTERGY ETHICS LINE

The Ethics Line is staffed 24 hours per day by an outside company to better maintain confidentiality. Two ways to contact the Ethics Line are available to Entergy employees and representatives - via phone (**1-888-257-ETHIC** or **1-888-257-3844**) and by using a secure website that has the same level of confidentiality. The link to the Entergy Ethics Line website is <https://www.compliance-helpline.com/entergyethicsline.jsp>. It is accessible from any computer with access to the Internet. The link is also found in the EntergyNET portal using the alphabetical list (Ethics Line) under the Info Center.

A person contacting the Ethics Line does not have to identify himself or herself, but please understand that anonymity might make it harder to investigate or resolve a concern. Once a concern has been submitted, a case number and a personal identification number are provided for follow-up.

All matters reported to the Entergy Ethics Line will be appropriately investigated. Entergy recognizes that a key deterrent to unethical and unlawful behavior is an effective reporting system that allows employees to report their concerns without fear of reprisal and ensures appropriate and timely follow-up.



Q: *Mike, a lineman, thinks one of his colleagues is taking home company supplies for personal use, and wants to call the Ethics Line. If he gives his name, will it be noted in his personnel file?*

A: *No. Just calling the Ethics Line with a good-faith concern is not recorded in one's personnel file maintained by Human Resources and Administration.*



E. REPORTING VIOLATIONS

All of us who work for Entergy must remain alert to possible violations of law or Entergy policies. If we become aware of such a violation, we have a duty to report it, even if reporting it seems like a difficult thing to do. Reporting violations takes courage but, in the end, it helps our employees, our customers, our shareholders – everyone who has an interest in Entergy's success.



Employees, agents and contractors must report known, suspected or potential violations of law or Entergy policies pursuant to the [Reporting Violations Policy](#) found on the EntergyNET at **Companywide Information > Alphabetical List > Policies > System Policies- Alphabetical List > Reporting Violations.**

Employees, agents and contractors shall immediately report known, suspected or potential violations of environmental or safety laws or regulations in accordance with the [Safety, Health & Environmental Functional Procedure](#) at **Companywide Information > Alphabetical List > Environmental > SH&E Policy/ Governance Documents** or via the Entergy Ethics Line (1-888-257-3844) or <https://www.compliance-helpline.com/entergyethicsline.jsp>.

Nuclear employees, agents and contractors shall immediately report known, suspected or potential violations of the law or company policies via nuclear site protocols as defined by nuclear business unit policies (immediate supervisor, Corrective Action Process, Open Door Policy or Employee Concerns Program), or via the **Ethics Line at 1-888-257-ETHIC or 1-888-257-3844**, or online at <https://www.compliance-helpline.com/entergyethicsline.jsp>. Employees, agents and contractors also have the right, protected by law, to report nuclear safety concerns directly to the Nuclear Regulatory Commission.

Non-nuclear employees, agents and contractors shall immediately report known, suspected or potential violations of the law or company policies by following the procedures described below; if in doubt, the **Ethics Line at 1-888-257-ETHIC or 1-888-257-3844**, or <https://www.compliance-helpline.com/entergyethicsline.jsp> should be used to report.

- If violence is occurring or if imminent danger to the safety or security of person(s) or property exists, individuals shall immediately call law enforcement/911 and, as soon as possible thereafter, report the matter to the Ethics Line. If workplace violence or security concerns do not involve imminent danger, report the matter to the Ethics Line.
- Known, suspected or potential violations of law, including but not limited to harassment, discrimination, fraud and financial reporting concerns, shall be reported to the Ethics Line.
- All other known, suspected or potential violations of Entergy's policies shall be reported through one of the following methods: the employee's supervisory chain, a Director within Human Resources, a Human Resources representative in the employee's business unit or the Ethics Line.

Anyone having a reasonable belief of the existence of a known, suspected or potential violation of the law, the Code or any system policy is obligated to report the violation, **even if he or she is not involved in the violation in any way.**

F. ZERO TOLERANCE FOR RETALIATION

Entergy does not tolerate retaliation and will take appropriate action to correct any known retaliation. This may include disciplinary action against the retaliator.

Company policy requires an employee to contact the Ethics Line if the employee feels that she or he is being retaliated against for making a good-faith report, based on reasonable belief of wrongdoing, or participating in an investigation of a complaint.

Any employee who feels she or he is being retaliated against for making a good-faith complaint or report, based on reasonable belief of a violation of the law, the Code of Entegrity or a system policy, must immediately contact the Ethics Line at 1-888-257-3844 [or https://www.compliance-helpline.com/entergyethicsline.jsp](https://www.compliance-helpline.com/entergyethicsline.jsp). Entergy cannot remedy the situation if it is not reported.

Sometimes a report of a violation turns out to be wrong – there was no violation. But this must not prevent us from making a good-faith report. If we have reasonable belief that a violation has occurred, Entergy policy prohibits us from being disciplined for raising the concern.

Q: *Eddie, an engineer, used to have good working relationships with his co-workers. However, because his co-workers suspect that Eddie reported one of them for cheating on their time sheet, they now jokingly call him “traitor” and make other unkind remarks about him. Did Eddie do the right thing by calling the Ethics Line? What should he do now? Can anyone be held responsible for his co-workers’ behavior?*

A: *Eddie did the right thing. Because he had reasonable belief of improper time reporting, he was obligated to report it. And because he now believes he is being retaliated against for making a good-faith report, he should immediately call the Ethics Line. Entergy cannot remedy the situation if it is not reported. If retaliation has occurred, the retaliator will be held accountable. If supervisory personnel were aware of the retaliation and did nothing, then they can also be held accountable for their inaction.*

Q: *Amy, an administrative services specialist at a generating plant, saw someone viewing pornographic material on a computer. She wants to report it, but is concerned about using the Entergy Ethics Line. What will ensure that the information she reports will be handled with discretion?*

A: *The Entergy Ethics Line is staffed 24-hours per day by an outside professional service that is experienced in handling employee concerns and other matters related to the workplace. This service ensures the information is forwarded to Entergy investigators in a confidential manner. Amy can even remain anonymous if she desires.*



BE A COURTEOUS DRIVER:

Respect the Workplace

A. DISCRIMINATION AND HARASSMENT

Entergy seeks to maintain a work environment that respects the dignity and worth of each individual and is free from harassment and discrimination based on any protected characteristics or protected activities. Protected characteristics include race, color, sex, religion, pregnancy condition, national origin, age (40 and over), sexual orientation, gender identity and/or expression, veteran's status, marital status, qualified disability, genetic information (which includes family medical history) or any characteristic protected by law. Protected activities include, for example, filing a claim with the Equal Employment Opportunity Commission or another governmental entity.

Examples of prohibited conduct when based on a protected characteristic or a protected activity include, but are not limited to, the following:

- Denying equal employment opportunities.
- Making, transmitting, intentionally accessing, displaying or circulating offensive or derogatory statements, comments, jokes, slurs, gestures, pictures, e-mails or links.
- Creating an offensive, hostile or intimidating working environment.
- Engaging in unwelcome flirtation, sexual advances, requests for sexual favors, propositions, touching and other verbal or physical conduct of a sexual nature.

Entergy's policy is intended to extend further than the law in order to maintain a work environment that is inclusive and respects the dignity and worth of each individual. It prohibits abusive conduct that Entergy determines is inappropriate, which can include intimidation, coercion or bullying, regardless of whether such conduct is unlawful or based on a protected characteristic or protected activity. Please refer to the [Discrimination and Harassment Prevention Policy](#) for details.

Q: What is the general criteria for what is considered "over the line" regarding the posting of jokes, pictures, etc. in one's work area, from a harassment perspective?

A: A good general guide is not to post jokes or pictures that could be offensive to someone else. If in doubt, err on the side of caution and do not post it. Also, if you know or suspect that someone is violating the rules related to harassment, report the issue to the Ethics Line at 1-888-257-3844 (ETHIC).



Known, suspected, or potential violations of the Discrimination and Harassment Prevention Policy must be reported to the Ethics Line at 1-888-257-ETHIC or 1-888-257-3844, or <https://www.compliance-helpline.com/entergyethicsline.jsp>. Retaliation is strictly prohibited.

B. DRUGS AND ALCOHOL

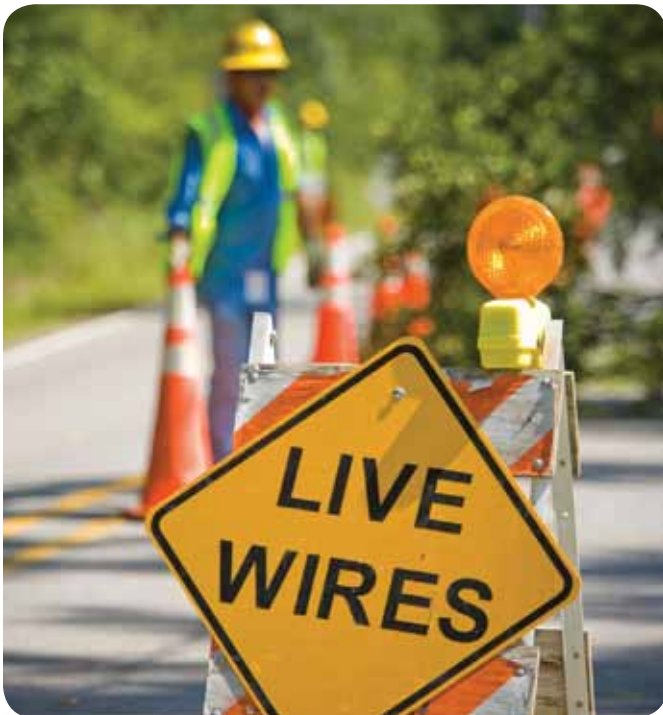
Employees and contractors reporting to work are required to be fit for duty. Reporting to work in an intoxicated or impaired state is prohibited.

The use, possession, manufacture, distribution, dispensation, transportation, promotion or sale of illegal drugs while on company premises is prohibited. Illegal drugs include drugs that are not used or possessed in accordance with a valid prescription or are not used as authorized by law.

The use, possession or sale of alcoholic beverages on company premises is also prohibited without prior authorization.

An employee/contractor who is taking prescribed drugs or over-the-counter drugs that affect his or her ability to perform some or all job duties or to perform job duties safely must advise his or her supervisor, or the human resources department, about:

- The particular side-effects of the medication affecting his or her ability to perform existing job duties or on-the-job safety.
- The particular job duties affected.
- Worker's safety concerns, if any.



Q: *Karen wants to serve an alcoholic beverage at an after-hours, on-site company retirement party. Can she?*

A: *Not without prior authorization from the officer who has functional responsibility over the site or location where the party will be held. Such approval must be documented on the [Drugs and Alcohol Policy's Attachment I \(Request for Authorization of Alcoholic Beverages at a Company Workplace\)](#) and forwarded to the appropriate Human Resources Director or Vice President. Be advised that alcoholic beverages are always prohibited within certain Entergy facilities. For more information, refer to the [Drugs and Alcohol Policy](#).*

The company reserves the right to subject employees to drug and alcohol screens (i.e., test for drugs or alcohol), as allowed by law.

The company Employee Assistance Program (EAP) is available for employees to use on a confidential basis. Any employee who has a problem with alcohol or drug use is encouraged to seek assistance from the EAP.

C. HEALTH AND SAFETY

All of us are expected to:

- Maintain safe and healthy working conditions.
- Comply with the safety standards of our jobs.
- Report actual or potential safety or health hazards immediately.

If imminent danger exists, call 911 immediately. Then, report the matter to the **Ethics Line at 1-888-257-ETHIC (3844)** or <https://www.compliance-helpline.com/entergyethicsline.jsp> as soon as practicable.

If there are unsafe or unhealthy working conditions or hazards not involving imminent danger, immediately report the matter to the Ethics Line or as described in the [Reporting Violations Policy](#).

Q: *William, a storekeeper, witnessed a co-worker getting trash in his eye while doing some clean-up work in the warehouse. The job called for wearing safety glasses, but William's co-worker didn't wear any. The co-worker was alright, and there was no personal injury. Since no one was hurt, is this something William should report?*

A: *Yes, all occupational incidents must be reported to determine what happened, how it happened, why it happened and what's necessary to prevent similar occurrences in the future.*



Q: *Marissa works as a clerk in an office. Her co-worker, Jerry, has a weapons permit issued by the state. Jerry claims that if he wanted to, he could bring his pistol into their office work area so long as he keeps it in his briefcase. Is this true?*

A: *Absolutely not. This Code and the Workplace Violence and Weapons Policy prohibit the possession of weapons in holsters, briefcases or other personal effects in a work area.*

D. WEAPONS AND WORKPLACE VIOLENCE

Entergy is committed to a work environment free from violence and threats of violence. Any direct or implied threat or act that would create fear, hostility, intimidation or concern of harm in another person is forbidden.

If violence is occurring or imminent danger exists, do not place yourself in harm's way. Call law enforcement (911) immediately. Then, as soon as practicable, make a report to the **Ethics Line at 1-888-257-ETHIC (3844)** or <https://www.compliance-helpline.com/entergyethicsline.jsp>.

If there's no imminent danger, but direct or implied threats are occurring or other workplace violence issues exist, contact the Ethics Line.

Weapons (including, but not limited to, firearms and explosives) are prohibited in the workplace unless authorized by company policy.

SHARE THE ROAD:

Deal Fairly with Customers, Suppliers and Competitors

A. BRIBES AND KICKBACKS

We must never give, offer, authorize, promise, or ask for any form of bribe or kickback. Similarly, employees, agents and suppliers may never ask for bribes and kickbacks from an Entergy customer, agent or supplier.

B. CONTRACTS / LETTERS OF INTENT / CAPITAL ACQUISITIONS

Any of us who intends to enter into any contract, letter of agreement or other intentionally binding document must first have the document reviewed and approved by authorized parties. We must also comply with other requirements of corporate authorization policies. Agreements may only be executed after the signer has confirmed his or her authority and after appropriate legal and other approvals have been received.

It is company policy that “letters of intent” and similar preliminary agreements are limited, carefully controlled and subject to prior legal review. Capital transactions should be made only after the responsible business unit has evaluated each proposed transaction and after they have been approved and reviewed by authorized parties.



C. ECONOMIC ESPIONAGE

It is the company's policy to compete in the marketplace lawfully and fairly. This includes respecting the rights of our competitors. It also includes abiding by the law while competing. Therefore, none of us may steal, unlawfully possess or unlawfully use material, products, intellectual property or proprietary information of any supplier, customer, business partner or competitor. We also may not acquire or use such property if we know it has been stolen or illegally obtained.

We must not engage in economic espionage. Economic espionage involves obtaining another entity's confidential or proprietary information by "improper means." Improper means includes unethical or criminal acts such as burglary, wire-tapping, misrepresentation, deception, searching a competitor's office waste and bribing employees of other businesses (e.g., janitorial services) to collect the information.

D. GOVERNMENT CONTRACTS

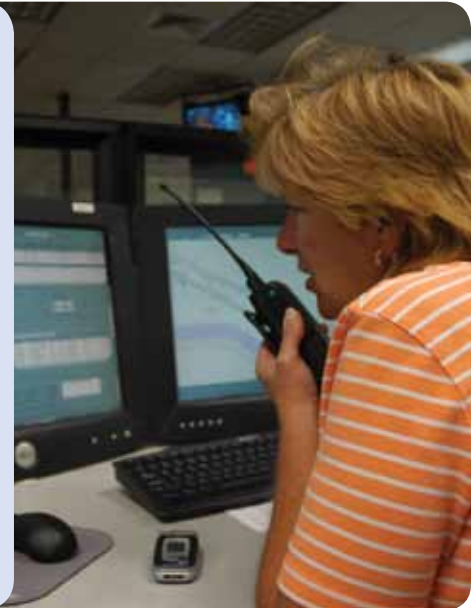
It is the company's policy, and each employee's obligation, to comply with the laws and regulations that apply to government contracting. For example, the company is subject to special regulations governing procurement and contracts. It is also necessary to adhere to the terms and conditions of any contract with, or grants from, federal, state or local governments. Affected employees must familiarize themselves with applicable rules and regulations. Consult the [Government Contracts Policy](#) for additional information.

E. IT PROCUREMENT AND SERVICING

The procurement and servicing of information technology (hardware, software, data privacy, network usage, Internet, etc.) should be coordinated with the Information Technology department. Only such authorized company personnel are trained and designated to handle these matters.

Q: *Brian needs a laptop computer to work remotely and he can get a good deal at the local electronics store. Can he buy one and expense it?*

A: *No. Entergy has negotiated with selected, designated suppliers and developed configurations for a set of standard solutions to achieve savings in acquisition, installation and maintenance costs. Deviations from these standards would ultimately result in higher costs. Consult [IT's PC Acquisition Policy](#) at [EntergyNET > Companywide Information > Alphabetical List > Information Technology](#) for more information on PC/desktop acquisitions. Consult the [Procurement Policy](#) for requirements to maintain purchase orders and receipts.*



F. PROCUREMENT

It is Entergy's policy to select suppliers based on merit and on overall business need. This assures that Entergy obtains necessary products and services at fair value, conducts itself with high business standards and complies with legal requirements. Entergy also strives to ensure that diverse suppliers, such as those primarily owned, operated and managed by women, ethnic minorities and veterans are given equal access to bid for and participate in Entergy business.

The Supply Chain organization oversees the procurement process and assures that Entergy's interests are protected when products and services are purchased for the company. Only Supply Chain is authorized to commit to suppliers. Exceptions to using Supply Chain are detailed in Entergy's [Procurement Policy](#).

Q: *Denise, who orders materials for her work area, needs a list of diverse suppliers that have already been approved by Entergy. Where can she find such a list?*

A: *The Supplier Diversity department verifies and maintains a directory of diverse suppliers, including certifications that validate their ownership. Denise should consult with the Supplier Diversity department to obtain a list of existing diverse suppliers.*



STOP AT ALL RED LIGHTS:

Obey the Law

A. AFFILIATE INTERACTIONS

Entergy is subject to rules that govern interactions between certain Entergy affiliates and certain Entergy business functions. Some of these rules, called “affiliate rules,” help ensure that any control utilities have over critical functions is not used to give an unfair benefit to affiliated, competitive-market companies or functions and does not unfairly disadvantage non-affiliated market participants or customers.

In general, the restrictions in the affiliate rules apply to interactions between (1) Entergy affiliates and functions that serve regulated customers or that operate critical facilities, such as transmission systems (referred to here as “Regulated Functions”), and (2) Entergy affiliates and functions that participate in competitive energy markets (referred to here as “Market Functions”). In general:

- Regulated Functions may not provide an unfair competitive advantage or undue preferential treatment to Market Functions.
- Regulated Functions may not allow the inappropriate transfer of non-public information to Market Functions.
- Regulated Functions may not subsidize Market Functions.
- Regulated Functions and Market Functions may not cause customers to believe they must use the service of a Market Function to receive service from a Regulated Function.

It must be determined whether particular interactions with Entergy affiliates and functions comply with laws and regulations before entering into the interaction. The company has policies and compliance plans that provide guidance in this area, including the [Affiliate Interactions Policy](#). If questions arise, contact the Legal Services department or the FERC Compliance group.



B. ANTIBOYCOTT

Entergy will comply with government antiboycott regulations prohibiting participation in international boycotts of countries friendly to the United States, and will follow all reporting-to-the-government requirements. We must not provide information that might assist a boycott violating these laws and regulations.



C. ANTITRUST AND FAIR TRADE PRACTICES

Antitrust laws are based on the belief that vigorous, free and open competition helps to ensure that the American consumer will obtain the best product at the lowest price. The purpose of antitrust laws is to prevent activities that unreasonably restrain free competition.

We must avoid conduct that violates or appears to violate antitrust and fair trade practice laws such as:

- Engaging in unfair pricing practices.
- Engaging in unfair marketing practices.
- Misrepresenting the products and services of Entergy or its competitors.

Federal and state antitrust authorities (and private plaintiffs) will be particularly sensitive to business activities that appear to fix prices between competitors, fix costs between competitors, restrict output or divide markets.

D. CONTRACTING FOR LEGAL OR ACCOUNTING SERVICES

Only in-house attorneys within Entergy's Legal Services department may retain and manage outside legal counsel. Only Entergy's General Tax Counsel may hire and manage outside tax counsel and advisors or hire accounting firms to do tax work.

E. ENVIRONMENT

Entergy must comply with environmental laws, regulations and orders including those that restrict hazardous and toxic materials, air and water emissions and waste disposal.

Whether we work in a plant, the field or an office, Entergy expects us to be environmentally conscious. We must follow proper environmental procedures in our daily work. Immediately report any actual, suspected or potential environmental compliance issues via the Ethics Line.



F. EXPORT CONTROLS

Export control laws regulate the export of certain goods and services from the United States to foreign nationals (i.e., non-U.S. citizens or individuals lacking “green cards”). An export isn’t limited to the transfer of physical goods and services. It also includes sharing controlled technology and software source code with U.S.-based foreign nationals. This is known as a “deemed export.”

If you’re a supervisor, you must notify the Human Resources and Legal Services departments before hiring a foreign national employee or before altering the job or work location of a current foreign national employee. In such cases, a “deemed export” compliance review may be required. A review may also be needed when the visa for a current foreign national employee is renewed.

G. FEDERAL ENERGY REGULATORY COMMISSION

Entergy is subject to the jurisdiction of the Federal Energy Regulatory Commission, or FERC. Among other responsibilities, the FERC:

- Regulates the transmission and wholesale sales of electricity in interstate commerce.
- Through its designated electric reliability organization (the North American Electric Reliability Corporation or NERC), ensures the reliability of high voltage interstate transmission systems.
- Monitors and investigates energy markets.
- Administers accounting and financial reporting regulations for regulated companies.
- Licenses hydroelectric projects.

The FERC and NERC have issued numerous regulations and standards that Entergy employees and representatives must follow. FERC can assess a civil penalty of up to \$1 million for each day of violation of certain of the regulations. Entergy employees and representatives must comply with FERC and NERC requirements. If an employee suspects a violation or potential violation of a requirement has occurred, it is imperative that the problem be promptly identified. Each employee is expected and encouraged by Entergy to self-police and internally report violations or potential violations of FERC or NERC regulations as soon as possible.

Q: *Nancy is a systems analyst who routinely accesses secured areas containing critical cyber assets per the NERC reliability standards. She had to undergo background screenings and take required training in order to obtain her secured-area access card. John, a co-worker, does not have an access card, and requires an escort if going into a secured area. John asked Nancy if he could borrow her electronic access card to visit a friend in a secured area. It’s okay to do that since they’re all Entergy employees, right?*

A: *No, it’s not okay and it could result in a policy or regulatory violation both for Nancy and John. Not all employees are allowed to access all areas of Entergy facilities. Some areas are restricted to comply with certain laws and regulations and require authorization before access is granted. If John needs to visit someone in a secured area, he should follow appropriate procedures. Nancy should not lend her access card, password, access code or keys to anyone.*

Q: *Andrew, a customer service representative, has a close college friend, Amanda, who works as a financial analyst. They often talk, and during a conversation, Amanda mentioned to Andrew that earnings projections for the quarter were going to be different than expected. That night Andrew passed that information on to his brother. Andrew has now learned that his brother traded in some Entergy stock options as a result of Andrew's comments. Even though Andrew didn't personally buy any stock and his brother is not a big-time investor, Andrew is worried. He didn't mean to do anything wrong. What should Andrew do?*

A: *Andrew should immediately report this situation to the Ethics Line. Any situation that potentially involves insider trading, or someone violating insider trading laws or company guidelines, must be reported immediately to the Ethics Line (1-888-257-3844 or www.compliance-helpline.com/entergyethicsline.jsp). Remember, it is far better to report a situation as soon as it is discovered than to pretend it doesn't exist or hope that it will go undetected.*

H. FOREIGN CORRUPT PRACTICES ACT

We must comply with the Foreign Corrupt Practices Act ("FCPA") and similar U.S. and foreign laws. The FCPA prohibits payments or gifts of any value to foreign government or political officials. The FCPA also requires the company to maintain accurate books and records and a system of internal accounting controls documenting domestic and international assets and transactions. Any of us who conducts Entergy business outside of the United States or with foreign officials must understand and abide by the provisions of the FCPA. If there are any questions, contact the Legal Services department.

I. GOVERNMENT INVESTIGATIONS AND INTERACTIONS

All government requests for inspections, investigative interviews or documents should be referred to the Legal Services department for review and further instruction. Additionally, except to the extent that interaction with governmental agencies is part of an employee's job function, the employee should contact the Legal Services department before contacting a governmental agency about the company's business.

J. INSIDER TRADING

"Insider trading" means using confidential information about Entergy, or any other company gained in the course of doing work for Entergy, for an unfair advantage in the buying or selling of shares or other securities. Insider trading is both illegal and unethical, and is strictly prohibited. Insider trading includes "tipping" to provide confidential information to someone else who then trades on it.

Entergy directors, officers, employees and other persons may not trade in Entergy securities while in possession of material nonpublic information. This includes any information that may influence an investor's decision to buy, sell or hold the securities of a company. It also includes information that alters the overall mix of information publicly available about a company.

Directors, officers and employees are prohibited from entering into hedging or monetization transactions (e.g., puts, calls, selling short) involving Entergy stock.

Due to their positions or job functions, Board of Directors members, executive officers and certain restricted employees are prohibited from trading in Entergy securities except during certain specified "window" periods. Entergy will notify those persons of the "window" periods.

Q: *David made a personal financial contribution to a political candidate whose campaign supports policies that are favorable to Entergy and its employees. Can David be reimbursed for his contribution?*

A: *No. Contributions made in the name of another are strictly prohibited by law. Thus, it is illegal for a corporation to reimburse or compensate an employee in any fashion for making a personal contribution to a federal, state or local candidate, party or political committee.*

N. SERVICE OF PROCESS

The company has appointed agents to receive petitions, subpoenas, administrative orders and other legal notices. Only employees or representatives who have been appointed to receive service of legal documents are authorized to do so. Direct the person attempting to deliver the legal documents to an Entergy-appointed agent. If unsure, contact the Legal Services department. In the event an employee is nonetheless served with, or otherwise presented with, legal documents, the employee must immediately notify the Legal Services department.

K. NUCLEAR

Entergy and its employees must comply with all laws, regulations, licensing requirements, commitments and orders related to nuclear power plant operations. Employees are urged to report any concerns they may have related to nuclear plant operations without fear of retaliation or discrimination of any kind.

L. POLITICAL CONTRIBUTIONS

All of us are encouraged to be involved in the political process and may contribute to the cause or candidate of our choice. But we must do so using our own time, money and resources. Laws prohibit the company from directly supporting political parties and campaigns. Other laws allow Entergy to make contributions to ~~& local~~ federal, state or local political associations or organizations (not parties and campaigns), but only after the General Counsel and executive management have reviewed and approved those contributions.

M. SAFETY

As Entergy workers, we must perform our jobs in a manner that complies with occupational safety and health laws and regulations.

Q: *Nathan, a lineman, observed an equipment operator digging a trench with a small excavator to install some conduit. Nathan knew it was an area that already contained underground conduit and if the excavator struck existing conduit, then an unsafe situation could occur. He noticed that the operator's crew was not using a probe or other means to inspect for pre-existing conduit. What should Nathan do?*

A: *Nathan must intervene by stopping and questioning any unsafe actions, practices and conditions observed, which includes notifying an available supervisor or site safety contact person. Nathan should also intervene if a co-worker is in danger of injuring himself or others, provided it is safe to intervene.*

DON'T HAND THE KEYS TO A STRANGER:

Protect Company Property and Information

A. ACCOUNTING AND BUSINESS RECORDS

We each have a responsibility to prepare all records in a prompt, complete and accurate manner. These records include vouchers, reimbursement requests, bills, timesheets, performance and payroll reports, benefit enrollment forms and all other company books and records. Records must not be false, misleading, artificial or incomplete.

Entergy requires compliance with generally accepted accounting principles and its internal system of accounting and auditing controls. Accurate, reliable information and records are critical to meeting the financial, legal and management obligations of the company, and they are necessary to fairly reflect the company's transactions. We must comply with all laws, rules, regulations and company policies so that financial reports and records are accurate.

B. COMMUNICATIONS

Two of Entergy's core values are "act with integrity" and "treat people with respect." Employees should consider these values in all communications. For example, don't include material that is inappropriate, untrue or disparaging to outside parties or to Entergy. A good question to ask is, "Would I want this message published in the news and attributed to me?" Also, take extra care when sending *sensitive* content in electronic messages because further distribution is virtually impossible to control. If there is a need to limit the further distribution of messages, let the recipients know.

C. COMPANY PROPERTY

The misuse or theft of company property affects the company's profitability and, ultimately, all of our jobs. Company property includes but is not limited to:

- Entergy credit and procurement cards, tools, materials, supplies, equipment, software, trade secrets and contractor services.
- Trademarks or inventions made using company facilities or resources and copyrighted works created as an assigned employment duty or by using company facilities or resources.
- Entergy information.

Q: *Emily, a paralegal, has to fill out a timesheet every two weeks. As long as she enters all the hours she works, does it really matter what codes she charges to?*

A: *Yes. Using the correct codes helps the company to ensure that the work Emily performs is charged to the right legal entities, work projects and customers. It also helps to ensure that business records and reports accurately reflect the cost of her work, which benefits Entergy's investors (including employees). If Emily is unsure about whether she is using the appropriate project codes, she should contact her supervisor or her budget analyst.*

We are all responsible for protecting company property from theft, fraud, unauthorized access and use, damage and destruction. Unauthorized or improper use of company material, time, equipment, credit cards, procurement cards, or other property is prohibited. Also, we must not offer company property, company loans or unpaid company services to persons outside the company without prior written approval of senior management. All company property must be returned to the company at the termination of employment. Always report any theft or vandalism of company property.

D. COMPANY INFORMATION AND CONFIDENTIAL INFORMATION

It is part of our jobs to prevent the misuse, theft or improper disclosure of company information. Information that is used to provide customer service, carry out company operations and report accurate data is an essential company asset and must be protected.

We must take care in handling, discussing or transmitting sensitive or confidential information. We must protect such information against disclosure, either accidental or intentional, to parties, both inside and outside of the company, who do not have a legitimate business “need to know.” This obligation continues even after we leave Entergy. If unsure about what constitutes confidential information, ask a supervisor or call the Ethics Line at 1-888-257-ETHIC (3844). Unauthorized disclosure of personal information belonging to customers, employees, vendors and other individuals must be reported to the Ethics Line immediately.

Disclosure of financial information could influence the actions of shareholders and potential investors and could possibly violate securities laws. Only designated spokespersons may release information of this nature.

Entergy regulated subsidiaries are prohibited from disclosing certain information to Entergy competitive subsidiaries. There are also restrictions on sharing of certain information between transmission and marketing functions. See the Affiliate Interactions section for more information.

The Code and this section are not intended to, and shall not restrict an employee’s rights under any federal, state or local labor or employment law, or regulation, to discuss his or her salary, wages, hours, or other terms and conditions of employment with nonemployees or with other employees.



Q: *Lisa, a risk analyst, wants to tell her best friend about an interesting project that she’s involved with here at Entergy. Lisa knows that the project is confidential, but her friend has always been very trustworthy and wouldn’t share the information with anyone. Is it okay for Lisa to tell her?*

A: *Absolutely not. Entergy employees are required to protect and maintain the confidentiality of all projects designated confidential by the company.*



E. CORPORATE RISK CONTROLS

The Corporate Risk Control Standards establish Entergy's framework for analyzing and managing risk associated with major capital and wholesale commodity exposure. The Standards define the roles and responsibilities of all employees who are involved in risk transactions, including the Corporate Risk Committees, in order to improve decision making with regard to major capital investments as well as fuel, revenue and procurement contracts as required by the [Approval Authority Policy](#).

F. CUSTOMER INFORMATION

It is part of our jobs to protect confidential and proprietary customer information, such as social security numbers, credit information and bank account information.

Customer information that is confidential or proprietary must be protected. Regulated customer information may not be released to competitive affiliates without our customer's consent or except where authorized by laws and regulations. None of us may use or access customer information except for legitimate business purposes, in accordance with laws and the company's [Privacy Policy](#). Customer information may not be used or accessed for personal reasons.

Q: *Robert, who works in customer billing, obviously has access to customer data. Can he share information about a customer's energy use with a friend of his?*

A: *No. Customer information is confidential and can only be used for valid Entergy business purposes. The [Protection of Information Policy](#) specifies that employees may not use, access, distribute or otherwise copy company-owned information, data, records or files for personal use, gain or advantage, or allow others to do so. For more information, refer to the policy.*

Q: *Joni, a human resources representative, has access to Entergy employee data, such as home addresses. Can she share employee information with a friend of hers who is pursuing legal action against an employee?*

A: *No. Employee information is confidential and can only be used by Entergy for valid Entergy business purposes. The [Protection of Information Policy](#) specifies that employees may not use, access, distribute or otherwise copy company-owned information, data, records or files for personal use, gain or advantage, or allow others to do so. For more information, refer to the policy.*

G. EMPLOYEE RECORDS

The company's employee records are considered confidential and shall be used and maintained in a manner consistent with applicable laws and regulations. Employee records are company-owned and include personnel files and their contents, performance evaluations, salary levels, medical data and other information pertaining to individual employees and their employment with the company. Employee records may be accessed by and/or disclosed to individuals having a legitimate business reason to review the information contained in those records. These individuals include, but are not limited to, persons involved in hiring and/or promotion decisions; persons involved in the company's succession planning process; persons involved in investigating allegations of employee misconduct; and persons involved in making disciplinary recommendations or decisions.

The Code and this provision is not intended to prohibit an employee from discussing his or her salary, wages, hours, and other terms and conditions of employment with nonemployees, or with other employees, pursuant to the employee's rights under any federal, state or local labor or employment law or regulation.

H. MEDIA / CORPORATE COMMUNICATION

Entergy must speak with one voice. Therefore, only designated persons may speak on behalf of Entergy. All media inquiries (from both traditional journalists and online social media sources) should be directed to the Corporate Communications department whose personnel are trained to handle such inquiries and to serve as company spokespersons. Release of company information, statements about company position or requests for interviews should be coordinated by Corporate Communications and must comply with the [Disclosure and Public Communication Policy](#).

Various groups and individuals throughout the company may wish to participate in social media communities. The [Internet and Social Media Policy](#) provides requirements for those employees authorized to speak on behalf of Entergy in the social media environment and requirements on the establishment of company-sponsored social media sites. Further, Entergy recognizes that some employees may wish to participate in various forms of social media on their personal time and using personal communications resources. The [Internet and Social Media Policy](#) provides expectations and requirements on responsible use of social media by employees as such use relates to Entergy.

I. RECORDS MANAGEMENT AND RETENTION

Properly maintaining records – in electronic and hard-copy format – is important. Entergy's [Records Management and Retention Policy](#) describes the procedures for maintaining records for required periods and destroying them when they are no longer needed. A record may not be kept longer than its assigned retention period unless the record is on hold due to pending or anticipated litigation. From time to time, the Legal Services department may notify us that we have documents related to pending or anticipated litigation, governmental audit or investigation. Be sure to comply with the notification and preserve the records. Contact the Legal Services department immediately upon learning that litigation or any government investigation involving Entergy is anticipated, commenced or pending.



USE CAUTION WHEN CHANGING LANES:

Understand the Relationship Between Personal, Company and Outside-Party Interests

A. COPYRIGHT, TRADEMARK AND PATENT INFRINGEMENT

In the United States, copyright laws protect “original works of authorship” from unauthorized use, duplication or distribution. This applies to works such as computer software, printed articles from publications, TV and radio programs, works on videotapes or CD-ROMs, music performances, photographs, training materials, manuals, documentation, certain databases and World Wide Web pages. We may not use, reproduce, access, modify, download, distribute (which may include e-mailing) or otherwise copy any copyrighted, trademarked or patented works of others without written approval from the owner. We also may not allow others to use company resources to do so. Unauthorized duplication, use or distribution of such materials could have legal consequences.

Entergy maintains a license with the Copyright Clearance Center (“CCC”). The license authorizes employees to make photocopies of millions of registered works contained in the Copyright Clearance Center’s database, and permits unlimited copies to be distributed to Entergy employees for internal use only. The license does not permit distribution outside of Entergy.

For advice or assistance concerning copyright law, contact the Legal Services department.

Q: *Steven, a project manager, would like to use a copy of a magazine article as a handout in a presentation he plans to make. Is it okay to do this?*

A: *It depends on whether Entergy has been granted the right to use the article. Entergy has obtained a repertory license from the Copyright Clearance Center (“CCC”) permitting it to make photocopies of portions of millions of registered articles in its database. This license permits unlimited copies to be distributed to Entergy employees for internal use only. It does not permit distribution outside of Entergy. Steven may check to determine whether a certain use falls under the CCC license by accessing www.copyright.com. For all other copyrighted works, and for use outside of the scope permitted by the CCC license, Entergy must obtain permission from copyright holders, or their licensing representatives, prior to reproduction, duplication or distribution. Contact a member of the Legal Services department or refer to the [Protection of Information Policy](#) for further guidance.*

B. CONFLICTS OF INTERESTS

We are expected to devote our time and best efforts to Entergy during regular work hours and whatever additional time may properly be required. We must avoid activities that cause our personal interests to interfere with our responsibilities to Entergy. These could include situations involving outside employment or service on outside boards. A conflict can also arise when we take action or have interests that make it difficult to perform company work objectively and effectively.

A conflict of interests exists when our responsibilities to Entergy and our personal interests are at odds. For example:

- An employee, or an immediate family member (including spouse), has a significant financial interest in an outside organization that competes with or has a business relationship with Entergy.
- In the course of an employee's normal Entergy responsibilities, the employee interacts with an immediate family member who is representing an outside organization that engages in business with Entergy, such as a supplier.
- An employee diverts a business opportunity from the company to another business.



Timely disclose all actual, potential, and perceived conflicts of interests. The [Conflicts of Interests Policy](#) requires that employees make a disclosure to determine if an actual conflict of interests does exist or could exist. If it does, the situation must not occur, unless steps can be taken to eliminate the conflict. Employees must fully and accurately provide sufficient facts to make the determination. See the [Conflicts of Interests Policy](#) for the [Request for Conflict of Interests Determination](#) form that needs to be completed.

C. GIFTS AND ENTERTAINMENT (BUSINESS COURTESIES)

Business courtesies are gifts or favors given or received in the course of a business relationship, such as a business relationship with a customer, supplier or contractor. While business courtesies may help build business connections and generate goodwill, they can also create conflicts of interests. Neither an employee, nor a member of the employee's family, may accept anything from an existing or potential supplier, customer or contractor of Entergy that could be construed as an attempt to influence the employee's business judgment. Employees must decline any business courtesies that could give the appearance of granting an unfair advantage or doing anything that is unethical, unlawful or against Entergy policies.



Q: *Doug, a troubleman, has ownership in an outside business that seeks to do business with Entergy. What does Doug need to do to ensure management knows and to find out if this is okay?*

A: *Doug must complete a [Request for Conflict of Interests Determination](#) form, found on the system policy home page under the [Conflicts of Interests Policy](#). This form is a tool used to document and resolve potential or actual conflicts of interests. For more information, refer to the policy.*

Q: *Lou, a procurement specialist, wants to attend a sporting event and knows that one of his vendors has box seats. The value is under \$200. Can Lou ask the vendor for a seat?*

A: *No. Entergy employees may not solicit a business courtesy under any circumstance whatsoever. An employee may not ask a vendor to take the employee to lunch, or ask a customer to provide tickets for an entertainment event, even if the value is less than \$200.*

As employees, we may never request a business courtesy and NEVER accept cash or cash equivalents. We may accept articles of nominal value (\$200 or less) on an infrequent basis, such as occasional meals or entertainment provided by an existing or potential customer or supplier. However, even such nominal items cannot be accepted if they are an attempt to get us to grant an unfair advantage or to motivate us to do anything that is unethical or unlawful. Otherwise, an employee may accept a business courtesy only if it is allowed by the [Business Courtesies Policy](#) and if a request for a conflict of interests determination is made that results in a finding (by an officer) that the business courtesy is acceptable (that is, it does not create a conflict of interests).

When in a position to offer gifts and entertainment to customers or vendors, use common sense and good judgment. Do not create circumstances that are inappropriate or give the appearance of impropriety. Also, do not provide business courtesies that are illegal, that violate the rules of the recipient's organization or that are offered for something in return.

Consult the [Political Activity - Contributions, Lobbying and Elective Office Policy](#) for requirements related to providing any business courtesy to any government official.





BUSINESS COURTESIES QUICK REFERENCE: ACCEPTING BUSINESS COURTESIES

Decline These Business Courtesies

- Anything that could give the appearance of granting an unfair advantage or doing anything that is unethical, unlawful or against Entergy policies.
- Anything illegal, unethical or offered in exchange for something in return.
- Cash or cash equivalents.

May Accept These Business Courtesies With No Approval

- Articles valued at \$200 or less, such as meals or entertainment.
 - > Must include value to both the employee and any immediate family member.
 - > Must include cumulative value of courtesies received close in time from same person/organization.
- A business courtesy received as a result of a contest or random drawing where the Entergy employee has no greater chance of winning than anyone else.

May Accept These Business Courtesies If Specific Approval Is Granted

- Articles valued at greater than \$200.



D. SERVICE IN ELECTIVE OFFICE

Entergy encourages us to be active in civic affairs and in solutions to social problems. We may hold public office as elected or appointed governmental officials or members of governmental boards:

- As long as the service does not interfere with the performance of job duties or place the employee or the company in a conflict of interests situation.
- If a state law provides an unqualified right to run for political office and participate in political activities.

Discuss these issues with a supervisor prior to seeking office. Under the law, Entergy cannot compensate an employee to serve in public office or use corporate resources (e.g., contributions, employees' time, computers, stationery, phones, office space, copiers) to benefit a campaign.



Q: *Kim, a communications specialist, has always been very active in her community and now wants to run for the city council in her town. Should she let anyone at Entergy know about her plans?*

A: *The Political Activity – Contributions, Lobbying and Elective Office Policy applies. The Vice-President or higher-level officer of Kim's organization is responsible for approving her service in an elected or appointed position, with the concurrence of the Vice-President, Governmental Affairs for the state in which the office/position is located. Louisiana employees are not required to obtain approval but must provide written notice to company officers of their intention to run for political office or to accept a political appointment.*



E. SERVICE ON BOARDS OR AS AN OFFICER OF AN OUTSIDE COMPANY

There may be cases where it is acceptable for an employee to serve on the board of directors, or as an officer, of a for-profit entity that is not affiliated with Entergy and does not compete with Entergy. Certain laws and regulations may require prior regulatory approval or even prohibit such service. The employee must discuss it with a supervisor and receive appropriate approvals prior to taking action. The position:

- must not create a potential conflict of interests for the employee or Entergy,
- must meet all regulatory and legal requirements, and
- must be appropriately disclosed to all relevant parties.

F. SERVICE WITH CHARITABLE ENTITIES

Entergy encourages employees to be involved in the community. This includes reasonable time commitments to charitable or civic organizations. However, we must avoid activities that might create a conflict of interests for us or the company.

POLICY INDEX

The Code of Entegrity addresses many topics but our system and business-unit policies (available on the EntergyNET) go into even greater detail. Click the “policies” link on the EntergyNET home page and then click on System Policies - Alphabetical List or choose a business-unit policy or procedure.

Policies relating to On the Road to Integrity

- Code of Business Conduct & Ethics for Employees

Policies relating to Section 1 - Steer

a Straight Path: *Carry Out Ethical Responsibilities.*

- Discipline
- Employment at Will
- Issue Resolution
- Reporting Violations

Policies relating to Section 2 - Shift Out of

Neutral: *Don't Be Afraid to Point Something Out or Ask a Question.*

- Reporting Violations

Policies relating to Section 3 - Be a

Courteous Driver: *Respect the Workplace.*

- Communications Systems
- Discrimination & Harassment Prevention
- Drugs and Alcohol
- Employee Hunting Clubs
- Employment Screening
- No Smoking
- Safety, Health and Environment
- Workplace Violence and Weapons

Policies relating to Section 4 - Share the Road: *Deal Fairly with Customers, Suppliers and Competitors.*

- Affiliate Interactions
- Antitrust
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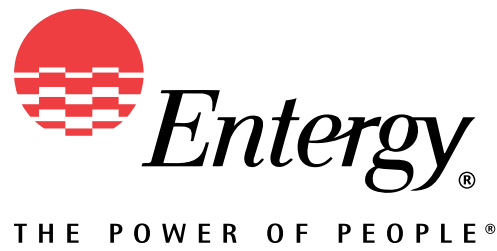
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