

**WAIVER OF PROVISION OF CODE OF BUSINESS CONDUCT AND ETHICS  
FOR MEMBERS OF THE BOARD OF DIRECTORS**

On November 5, 2004, the Board of Directors of Entergy Corporation (“Entergy”) waived a provision of its Code of Business Conduct and Ethics for Members of the Board of Directors as applied to Maureen S. Bateman. Ms. Bateman recently joined the law firm of Holland & Knight. Holland & Knight represents a party that has commercial dealings with Entergy. Entergy, Holland & Knight and Ms. Bateman have agreed to follow certain procedures to protect their interests, as well as the interests of the other party. As a result, the Board waived the potential conflict arising for Ms. Bateman relating to Holland & Knight’s current representation.

November 12, 2004