

SECURITIES AND EXCHANGE COMMISSION

FORM U-6B-2

Notification of security issue, renewal or guaranty [Rule 20(d)]

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Entergy Power Damhead Creek Holding II, Ltd.

CIK: [1325795](#) | IRS No.: **000000000** | State of Incorpor.: **E9**
Type: **U-6B-2** | Act: **35** | File No.: **040-00605** | Film No.: **05790215**

Mailing Address
*69 DR. ROYS DRIVE
P. O. BOX 1043
GEORGE TOWN E9 BWI*

Business Address
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P. O. BOX 1043
GEORGE TOWN E9 BWI
504-576-4000*

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM U-6B-2

Certificate of Notification

Certificate is filed by:

Entergy Power Damhead Creek Holding II, Ltd.

69 Dr. Roys Drive

PO Box 1043

George Town Grand Cayman BWI

This certificate is notice that Entergy Power Damhead Creek Holding II, Ltd. ("EPDCH II"), has issued, renewed or guaranteed the security or securities described herein, which issue, renewal or guaranty was exempted from the provisions of Section 6 (a) of the Public Utility Holding Company Act of 1935, as amended, and was neither the subject of a declaration or application on Form U-1 nor included within the exemption provided by Rule U-48.

Type of security or securities:

1. Promissory note (the "Note") issued by EPDCH II pursuant to the terms of the December 9, 2004 Credit Agreement ("Agreement") between EPDCH II and Entergy Europe Operations Limited ("EEOL").

2. Issue, renewal or guaranty: Issuance.

3. Principal amount of the security: Not to exceed 5,000,000.00 pounds at any time outstanding.

Rate of interest per annum of each security:

4. EEOL's effective cost of capital, as defined under Rule 52(b) under the Public Utility Holding Company Act of 1935, as determined from time to time by EEOL and notified to EPDCH II, in each case, computed on the basis of a 365-day year for the actual number of days (including the first day, but excluding the last) occurring in the period such interest is payable.

5. Date of issue, renewal or guaranty of each security: December 9, 2004.

6. If renewal of security, give date of original issue: Not applicable.

7. Date of maturity of each security: Each advance shall mature at such time as provided in the Agreement or the promissory note, but in any event not later than December 9, 2009 ("Maturity Date").

8. Name of the person to whom each security was issued, renewed or guaranteed: Entergy Europe Operations Limited.

9. Collateral given with each security, if any: None

10. Consideration received for each security:
The full principal amount of each advance.

Application of proceeds of each security:
To be used by EPDCH II for any lawful business
11. purposes, including to meet its expenses, or to make
loans, equity investments or distributions to affiliated
businesses.

Indicate by ("X") after the applicable statement below
whether the issue, renewal or guaranty of each security
was exempt from the provisions of Section 6 (a)
because of:

12. a. the provisions contained in the first sentence
of Section 6 (b):
b. the provisions contained in the fourth sentence
of Section 6 (b):
c. the provisions contained in any rule of the
Commission other than Rule U-48: X

If the security or securities were exempt from the
provisions of Section 6 (a) by virtue of the first
sentence of Section 6 (b), give the figures which
indicate that the security or securities aggregate
(together with all other then outstanding notes and
13. drafts of a maturity of nine months or less, exclusive
of days of grace, as to which such company is
primarily or secondarily liable) not more than 5 per
centum of the principal amount of par value of the
other securities of such company then outstanding: Not
applicable.

If the security or securities are exempt from the
provisions of Section 6 (a) because of the fourth
sentence of Section 6 (b), name the security
14. outstanding on January 1, 1935, pursuant to the terms
of which the security or securities herein described
have been issued:
Not applicable.

If the security or securities are exempt from the
provisions of Section 6 (a) because of any rule of the
15. Commission other than Rule U-48, designate the rule
under which exemption is claimed:
Rule 52(b).

ENTERGY POWER DAMHEAD CREEK
HOLDING II, LTD.

BY: /s/ Steven C. McNeal
Steven C. McNeal
Vice President and Treasurer

Date: April 28, 2005