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 OMB Number: 3235-0287  
 Expires: December 31, 2001  
 Estimated average burden  
 hours per response . . . 0.5  
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U.S. SECURITIES AND EXCHANGE COMMISSION  
 Washington, D.C. 20549

FORM 4

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or  
 Section 30(f) of the Investment Company Act of 1940

Check box if no longer subject of Section 16. Form 4 or Form 5 obligations  
 may continue. See Instruction 1(b).

(Print or Type responses)

1. Name and Address of Reporting Person\*  
 MA 1997 Holdings, Inc.  
 -----  
 (Last) (First) (Middle)  
 1201 North Market Street  
 -----  
 (Street)  
 Wilmington Delaware 19899-1347  
 -----  
 (City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
 Carnival Corporation/CCL

3. IRS Identification Number of Reporting Person, if an Entity (Voluntary)

4. Statement for Month/Year  
 05/01

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person to Issuer  
 (Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)

7. Individual or Joint/Group Filing (Check applicable line)  
 Form filed by one Reporting Person  
 Form filed by more than one Reporting Person

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Table I -- Non-Derivative Securities Acquired, Disposed of,  
 or Beneficially Owned

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1. Title of Security (Instr. 3)	2. Transaction Date (mm/dd/yy)	3. Transaction Code (Instr. 8) ----- Code V	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)	6. Owner- ship Form: Direct (D) or Indirect (I) (Instr.4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Amount	Price (A) or (D)			
Common Stock, par value \$0.01 per share	5/24/2001	J+	760,521	(D)			
Common Stock, par value \$0.01 per share	5/24/2001	J++	2,000,000	(A)	5,982,187	(I)	See (1)

Reminder: Report on a separate line for each class of securities beneficially  
 owned directly or indirectly.

\* If the Form is filed by more than one Reporting Person, see Instruction 4(b)(v).

POTENTIAL PERSONS WHO ARE TO RESPOND TO THE COLLECTION OF INFORMATION CONTAINED IN THIS FORM ARE NOT REQUIRED TO RESPOND UNLESS THE FORM DISPLAYS A CURRENTLY VALID OMB CONTROL NUMBER.

(Over)  
SEC 1474 (3/99)

FORM 4 (continued)

Table II -- Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conver- sion or Exer- cise Price of Deriv- ative Secur- ity	3. Trans- action Date (Month/ Day/ Year)	4. Trans- action Code (Instr. 8) ----- Code V	5. Number of Derivative Securities Acquired (A) or Disposed of(D) (Instr. 3, 4 and 5) ----- (A) (D)	6. Date Exercisable and Expiration Date (Month/Day/Year) ----- Date Expira- tion Date	7. Title and Amount of Underlying Securities (Instr. 3 and 4) ----- Amount or Number of Shares	8. Price of Deriv- ative Secur- ity (Instr. 5)	9. Number of Deriv- ative Secur- ities Bene- ficially Owned at End Month (Instr. 4)	10. Owner- ship Form of Deriv- ative Secur- ity: Direct (D) or In- direct (I) (Instr. 4)	11. Nature of In- direct Owner- ship (Instr. 4)
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Explanation of Responses:

- (1) MA 1997 Holdings, Inc. is the general partner of MA 1997 Holdings, L.P.
- (+) Distribution by MA 1997 Holdings, L.P. for no consideration.
- (++) Contribution to MA 1997 Holdings L.P. for no consideration.

General Notes:

The reporting person may be deemed a member of a Section 13(d) group that owns more than 10% of the issuer's outstanding Common Stock. However, the reporting person disclaims such group membership, and this report shall not be deemed an admission that the reporting person is a member of a Section 13(d) group that owns more than 10% of the issuer's outstanding Common Stock for purposes of Section 16 or for any other purpose. The reporting person disclaims beneficial ownership of all such shares.

MA 1997 Holdings, Inc.  
By: James M. Dubin, President

/s/ James M. Dubin

June 8, 2001

\*\*Signature of Reporting Person

Date

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations.  
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed.  
If space provided is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.