

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>TED ARISON FAMILY FOUNDATION</u> <u>USA INC</u>  (Last) (First) (Middle) <u>C/O ARNALDO PEREZ</u> <u>3655 NORTH WEST 87TH AVE.</u>  (Street) <u>MIAMI</u> <u>FL</u> <u>33178-2428</u>  (City) (State) (Zip)	2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>CARNIVAL PLC</u> [ <u>CUK</u> ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner Officer (give title below) <b>X</b> Other (specify below)  <u>See footnote 1 below</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/06/2004</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)  <b>X</b> Form filed by One Reporting Person  Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Ordinary Shares								0	D	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		8,100 <sup>(4)</sup>	D	\$48.85	341,679	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		400 <sup>(4)</sup>	D	\$48.9	341,279	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		500 <sup>(4)</sup>	D	\$48.91	340,779	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		300 <sup>(4)</sup>	D	\$48.92	340,479	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		1,900 <sup>(4)</sup>	D	\$48.93	338,579	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		1,300 <sup>(4)</sup>	D	\$48.94	337,279	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		5,400 <sup>(4)</sup>	D	\$48.95	331,879	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		2,700 <sup>(4)</sup>	D	\$48.96	329,179	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		3,900 <sup>(4)</sup>	D	\$48.97	325,279	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		5,500 <sup>(4)</sup>	D	\$49	319,779	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		14,500 <sup>(4)</sup>	D	\$49.1	305,279	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/06/2004		S		500 <sup>(4)</sup>	D	\$49.13	304,779	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/07/2004		S		6,500 <sup>(4)</sup>	D	\$49.1	298,279	D <sup>(1)</sup>	
Trust Shares (beneficial interest in special voting share) <sup>(2)(3)</sup>	10/07/2004		S		12,500 <sup>(4)</sup>	D	\$49.14	285,779	D <sup>(1)</sup>	

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

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1. The reporting person may be deemed a member of a Section 13(d) group that owns more than 10% of the trust shares (the "Trust Shares") if the reporting person is a member of a Section 13(d) group that owns more than 10% of the Trust Shares and an interest in the Carnival plc special voting share. However, the reporting person shall not be deemed a member of a Section 13(d) group that owns more than 10% of the Trust Shares and an interest in the Carnival plc special voting share for purposes of Section 16 or for transaction purposes.	Security (Instruction 3)	Following the completion of the Transaction(s) (Instruction 4)	Reported
2. Represents Trust Shares of beneficial interests in the Trust. In connection with the disclosed company transaction between Carnival plc (formerly known as P&O Princess Cruises plc) and Carnival Corporation (the "DLC Transaction"), Carnival plc issued one special voting share to the Trust and, following a series of transactions, the Trust Shares were distributed to holders of common stock of Carnival Corporation (the "Carnival Corporation Common Stock"). Following the completion of the DLC Transaction, if Carnival Corporation issues additional common stock to a person, the Trust will issue an equivalent number of Trust Shares to such person. The Trust Shares are paired with shares of Carnival Corporation Common Stock and are represented by the same stock certificate. The Trust Shares represent a beneficial interest in the Carnival plc special voting share.	Disposed of (Instruction 3, 4 and 5)	Amount	Princess
3. The prices included on this form represent the sales price for the paired Trust Shares and shares of Carnival Corporation Common Stock.	Date Exercisable	Expiration Date	Number of Shares
4. The shares covered by this form are being sold pursuant to a Rule 10b5-1(c) sales plan dated May 27, 2004.	Code	(A)	(B)

## Fact for The Ted Arison

Family Foundation USA, Inc.

Date \_\_\_\_\_

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form