SEC Form 4

Instruction 1(b).

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			or Section 30(n) of the investment Company Act of 1940						
1. Name and Address of Reporting Person*			2. Issuer Name and Ticker or Trading Symbol CARNIVAL PLC [CUK]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
cahilly jason glen (Last) (First) (Middle) C/O CARNIVAL CORPORATION 3655 N.W. 87TH AVENUE			(]	X	Director	10% Owner			
		(<i>,</i>	3. Date of Earliest Transaction (Month/Day/Year) 04/09/2020		Officer (give title below)	Other (specify below)			
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	ividual or Joint/Group Filing (Check Applicat				
(Street)				X	Form filed by One Re	eporting Person			
MIAMI	FL	33178			Form filed by More th Person	an One Reporting			
(City)	(State)	(Zip)							

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)			4. Securities / Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)	
Trust Shares (beneficial Interest In Special Voting Share) ⁽¹⁾	04/09/2020		A ⁽²⁾		14,090 ⁽³⁾	A	\$ <mark>0</mark>	20,032	D		
Trust Shares (beneficial Interest In Special Voting Share) ⁽¹⁾	04/09/2020		A ⁽⁴⁾		2,214 ⁽⁵⁾	A	\$12.42	22,246	D		

 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. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transa Code (8)		of Deriv Secu Acqu (A) of Dispo of (D)	or osed)) r. 3, 4		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)		
					Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

1. Represents trust shares (the "Trust Shares") of beneficial interests in P&O Princess Voting Trust (the "Trust"). In connection with the dual listed company transaction between Carnival plc (fka 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"). Since completion of the DLC Transaction on April 17, 2003, if Carnival Corporation issues Carnival Corporation Common Stock" between 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.

2. Issued pursuant to the Carnival Corporation 2020 Stock Plan. The restriction on the shares lapses on the third anniversary of the grant date.

3. The Board of Directors approved a value of \$175,000 to be awarded to the reporting person in the form of restricted shares. The number of shares was determined by dividing this value by the closing price of a share of Carnival Corporation common stock on April 9, 2020, then rounding down to the nearest whole share.

4. The grant, which reflects the reporting person voluntarily deferring their Board of Director retainer and committee fees for April to June 2020 in the form of restricted shares as described in FN5, was approved by the Compensation Committee. The number of shares was determined by dividing the deferred retainer and committees fees by the closing price of a share of Carnival Corporation common stock on April 9, 2020, then rounding down to the nearest whole share.

5. Issued pursuant to the Carnival Corporation 2020 Stock Plan. The restriction on the shares lapses on February 12, 2021.

<u>/s/ Jason G. Cahilly</u>

** Signature of Reporting Person Date

04/13/2020

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).

** 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 is insufficient, see Instruction 6 for procedure.

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