SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL

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			of Section So(n) of the investment Company Act of 1940						
1. Name and Address of Reporting Person [*] WEISENBURGER RANDALL J			2. Issuer Name and Ticker or Trading Symbol CARNIVAL PLC [CUK]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
<u>WEISENI</u>	BURGER RA	INDALL J	[]	X	Director	10% Owner			
			-	-	Officer (give title	Other (specify			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 04/09/2020		below)	below)			
C/O CARNI	VAL CORPORA	ATION	04/09/2020						
3655 NW 83	7TH AVE								
3655 NW 87TH AVE.			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)					
(Street)				X	Form filed by One Re	porting Person			
MIAMI	FL	33178-2428	_		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)	3. Transaction Code (Instr. 8)		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 (Instr. 4)	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(111501.4)	
Trust Shares (beneficial Interest In Special Voting Share) ⁽¹⁾	04/09/2020		A ⁽²⁾		14 ,090 ⁽³⁾	A	\$ <mark>0</mark>	1,389,442.3245	D		
Trust Shares (beneficial Interest In Special Voting Share) ⁽¹⁾	04/09/2020		A ⁽⁴⁾		3,925 ⁽⁵⁾	A	\$12.42	1,393,367.3245	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)		5. Number of Derivative Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of 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 (f/k/a 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 is 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.

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.

/s/ Randall J. Weisenburger 04/13/2020 Date

** Signature of Reporting Person

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.