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| CARNIVAL I Form 4 | PLC | | | | | | | | | | |
|---|---|---|-----------------------|---|--------------|--------|------------------|---|--|---|--|
| June 08, 2005 | | | | | | | | | OMB AF | PROVAL | |
| FORM | 4 UNITED S | TATES | | | | | GE CO | OMMISSION | OMB | 3235-0287 | |
| Check this | box | | Was | hington, | D.C. 205 | 49 | | | Number: | January 31, | |
| if no longe subject to Section 16 Form 4 or Form 5 | SIAIEMI | STATEMENT OF CHANGES IN BENEFICIAL OWNERS SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act | | | | | | | Expires: Estimated a burden hour response | 2005 verage | |
| obligations may contir <i>See</i> Instruc 1(b). | Section 17(a) |) of the P | ublic Uti | · · / | ing Com | pany | Act of 1 | 1935 or Section | L | | |
| (Print or Type Re | esponses) | | | | | | | | | | |
| | dress of Reporting Po FOUR TRUST | | Symbol | Name and | | rading | , | 5. Relationship of I Issuer | Reporting Pers | on(s) to | |
| (Last) | | | | | ansaction | | | (Check all applicable) | | | |
| | OUP INSTITUTI 824 MARKET ITE 210 | | (Month/Da 06/07/20 | ay/Year) | | | ī | pelow) | X 10% itleX Othe below) otnote 1 below | er (specify | |
| | | | | endment, Date Original nth/Day/Year) | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) (Z | Zip) | Table | I - Non-D | erivative S | ecurit | | ired, Disposed of, | or Beneficial | v Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | Transaction Date 2A. Deemed | | 3. 4. Securities Acquired Transactior(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or | | | quired of (D) | 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) | |
| Ordinary Shares | | | | Coue | 7 thount | | Thee | 0 | D | | |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | | | S | 6,000 (4) | D | \$ 52.4 | 65,001,025 | D <u>(1)</u> | | |
| Trust Shares (beneficial interest in | 06/07/2005 | | | S | 6,600 (4) | D | \$ 52.41 | 64,994,425 | D <u>(1)</u> | | |

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| special voting share) $\frac{(2)}{(3)}$ | | | | | | | |
|---|------------|---|---------------|---|-------------|------------|--------------|
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 8,900 (4) | D | \$ 52.42 | 64,985,525 | D <u>(1)</u> |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 8,100 (4) | D | \$ 52.45 | 64,977,425 | D <u>(1)</u> |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 3,800 (4) | D | \$ 52.47 | 64,973,625 | D <u>(1)</u> |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 11,200 (4) | D | \$ 52.48 | 64,962,425 | D <u>(1)</u> |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 1,800 (4) | D | \$ 52.49 | 64,960,625 | D <u>(1)</u> |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 5,000 (4) | D | \$ 52.5 | 64,955,625 | D <u>(1)</u> |
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 16,600 (4) | D | \$ 52.52 | 64,939,025 | D <u>(1)</u> |
| Trust Shares (beneficial | 06/07/2005 | S | 2,000 (4) | D | \$ 52.53 | 64,937,025 | D <u>(1)</u> |

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| interest in special voting share) (2) (3) | | | | | | |
|---|------------|---|--------------|---|-------------------|----------------|
| Trust Shares (beneficial interest in special voting share) (2) (3) | 06/07/2005 | S | 7,500 (4) | D | \$ 52.6 64,929,52 | 5 D <u>(1)</u> |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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) | | 4. Transact Code (Instr. 8) | 5. of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|--|---|---|----|--------------------------------------|---|--|------------------------|---|--|---|--|
| | | | | Code V | 7 (A) (D) | Date Exercisat | Expiration ble Date | Title | Amount or Number of Shares | | |
| Repo | rting O | wners | | | | | | | | | |
| | Reporting Owner Name / Address | | SS | | 1 | Relationships | | | | | |
| | Reporting 0 | - | | rector 1 | 0% Owner | Officer | Other | | | | |
| ETERNITY FOUR TRUST C/O CITIGROUP INSTITUTIONAL TRUST CO. 824 MARKET STREET, SLITE 210 | | TRUST CO. | | Х | | See footnot | e 1 be | low | | | |

) CITIGROUP INSTITUTIONAL TRUST CO. 824 MARKET STREET, SUITE 210 WILMINGTON, DE 19801

Signatures

/s/ John J. O'Neil, Attorney-in-Fact for Citigroup Institutional Trust Company, 06/08/2005 Trustee Date

**Signature of Reporting Person

Reporting Owners

Explanation of Responses:

- * 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).

The reporting person may be deemed a member of a Section 13(d) group that owns more than 10% of the trust shares ("Trust Shares") of beneficial interests in P&O Princess Special Voting Trust (the "Trust") and an interest in the Carnival plc special voting share. However,

(1) 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 Trust Shares and an interest in the Carnival plc special voting share for purposes of Section 16 or for any other purpose.

Represents Trust Shares of beneficial interests in the Trust. In connection with the dual listed 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

- (2) Corporation (the "Carnival Corporation Common Stock"). Following the completion of the DLC Transaction, if Carnival Corporation issues Carnival Corporation 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.
- (3) The prices included on this form represent the sales price for the paired Trust Shares and shares of Carnival Corporation Common Stock.
- (4) The shares covered by this form are being sold pursuant to a Rule 10b5-1(c) sales plan dated February 18, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space 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 number.