FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPRO	VAL
	OMB Number:	3235-0287
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>CAHILL GERALD RAYMOND</u>							2. Issuer Name and Ticker or Trading Symbol CARNIVAL PLC [ CUK ]									ionship of Reportir all applicable) Director Officer (give title		10%		ssuer  Dwner (specify
(Last) (First) (Middle) CARNIVAL CORPORATION 3655 NW 87TH AVE						3. Date of Earliest Transaction (Month/Day/Year) 01/12/2015										belov	v) ``	below)		
(Street) MIAMI FL  (City) (State) (Zip)					4. If	4. If Amendment, Date of Original Filed (Month/Day/Year)										dividual or Joint/Group Filing (Check Applicable  Form filed by One Reporting Person  Form filed by More than One Reporting  Person				
		Tab	le I - No	n-Deriv	ative	Se	curiti	es Ac	quired,	Dis	posed o	f, o	r Bei	nefici	ally C	Owne	ed			
Date						Ex Day/Year) if a		2A. Deemed Execution Date, if any (Month/Day/Year)				ies Acquired (A) or Of (D) (Instr. 3, 4 and			nd 5)   Securities Beneficia		ities icially d Following	6. Ownersh Form: Direc (D) or Indirec (I) (Instr. 4)	ct	7. Nature of Indirect Beneficial Ownership (Instr. 4)
									Code	v	Amount		(A) or (D)	Price	. 1	Transa	action(s) 3 and 4)			(5 4)
Trust Sha Voting Sh		ial Interest In S <sub>I</sub>	n Special 01/12/2015 A <sup>(2)</sup> 23,763 <sup>(3)</sup> A \$0 86,100 D																	
Trust Shares (beneficial Interest In Special Voting Share) <sup>(1)</sup>					01/12/2015				F		6,899(4	1)	D \$46.29		.29	79,201		D		
		Ta									sed of, onvertib					ned				
1. Title of Derivative Security (Instr. 3)	tive Conversion Date Execution Da ty or Exercise (Month/Day/Year) if any		n Date,	4. Transaction Code (Instr. 8)		of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable a Expiration Date (Month/Day/Year)  Date Exercisable Date Date		e Am ar) See Uni Dei See and		7. Title and Amount of Securities Underlying Derivative Security (Ins and 4)  Amo or Num of Title Shai		8. Prio Derivo Secui (Instr.	ative rity	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owners Form: Direct ( or Indir (I) (Insti	hip D) ect	11. Nature of Indirect Beneficial Ownership (Instr. 4)	

## **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 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.
- 2. Grant of restricted stock made pursuant to the Carnival Corporation 2011 Stock Plan. The restriction on the shares lapse on the third anniversary of the grant date.
- 3. The grant was approved by the Compensation Committee as a total value to be received in the form of restricted shares. The Compensation Committee also approved that the number of shares was to be determined by taking the closing price on the grant date.
- $4.\ Represents\ a\ surrender\ of\ shares\ to\ satisfy\ tax\ obligation\ on\ the\ vesting\ of\ the\ Restricted\ Stock\ Award.$

<u>/s/ Gerald R. Cahill</u> <u>01/14/2015</u>

\*\* Signature of Reporting Person

Date

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.