
FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934

DATE OF REPORT (DATE OF EARLIEST EVENT REPORTED): MAY 30, 2003

CARNIVAL CORPORATION ----- (Exact name of registrant as specified in its charter)	CARNIVAL PLC ----- (Exact name of registrant as specified in its charter)
REPUBLIC OF PANAMA ----- (State or other jurisdiction of incorporation)	ENGLAND AND WALES ----- (State or other jurisdiction of incorporation)
I-9610 ----- (Commission File Number)	I-15136 ----- (Commission File Number)
59-1562976 ----- (I.R.S. Employer Identification No.)	NONE ----- (I.R.S. Employer Identification No.)
3655 N.W. 87TH AVENUE, MIAMI, FLORIDA 33178-2428 ----- (Address of principal executive offices)	CARNIVAL HOUSE 5 GAINSFORD STREET LONDON, SE1 2NE, ENGLAND ----- (Address of principal executive offices)
(305) 599-2600 ----- (Registrant's telephone number, including area code)	011 44 20 7805 1200 ----- (Registrant's telephone number, including area code)
NONE ----- (Former name and former address, if changed since last report)	NONE ----- (Former name and former address, if changed since last report)

Item 5. OTHER EVENTS AND REGULATION FD DISCLOSURE.

On May 30, 2003, Carnival Corporation & plc issued a press release relating to the closing of a private placement of an additional \$116 million aggregate principal amount at maturity of Carnival Corporation's senior convertible debentures due 2033, which is attached as Exhibit 99.1 to this report and is incorporated in this item by reference.

Item 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

99.1 Press Release of Carnival Corporation & plc dated May 30, 2003.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Date: May 30, 2003

CARNIVAL CORPORATION

By: /s/ Arnaldo Perez

Name: Arnaldo Perez
Title: Senior Vice President,
General Counsel and
Secretary

Date: May 30, 2003

CARNIVAL PLC

By: /s/ Gerald R. Cahill

Name: Gerald R. Cahill
Title: Senior Vice President
Finance and Chief
Financial Officer

Exhibit List

EXHIBIT -----	DESCRIPTION -----
99.1	Press Release of Carnival Corporation & plc dated May 30, 2003.

FOR IMMEDIATE RELEASE

CARNIVAL CORPORATION CLOSES OVER ALLOTMENT ON
CONVERTIBLE SENIOR DEBENTURE OFFERING

MIAMI (May 30, 2003) - Carnival Corporation & plc (NYSE:CCL, LSE: CCL, NYSE: CUK) today announced the closing of the \$116 million in aggregate principal amount at maturity over allotment option issued in connection with the previously announced private placement of Carnival Corporation's convertible senior debentures due 2033. The exercise of the over allotment option resulted in additional gross proceeds to Carnival Corporation & plc of \$75 million, bringing the total gross proceeds for the private placement to \$575 million.

The debentures and the Carnival plc (formerly P&O Princess Cruises plc) guarantee provided therewith were issued in an offering exempt from registration under the Securities Act of 1933. None of the convertible senior debentures, the Carnival plc guarantee or the shares of common stock issuable upon conversion of the debentures have been registered under the Securities Act, and such securities may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the Securities Act.

This communication is directed only at persons outside the United Kingdom and may not be acted upon by persons in the United Kingdom.

Carnival Corporation & plc is the largest cruise vacation group in the world, with a portfolio of 13 distinct brands comprised of the leading cruise operators in both North America and Europe. Carnival Cruise Lines, Princess Cruises, Holland America Line, Costa Cruises, P&O Cruises, Cunard Line, Windstar Cruises, Seabourn Cruise Line, Ocean Village, Swan Hellenic, AIDA, A'ROSA, and P&O Cruises Australia are all included in this group.

Together, these brands operate 67 ships totaling more than 103,000 lower berths with 16 new ships scheduled for delivery between now and mid-2006. Carnival Corporation & plc also operates three riverboats on Europe's Danube River and the leading tour companies in Alaska and the Canadian Yukon, Holland America Tours and Princess Tours. Traded on both the New York and London Stock Exchanges, Carnival

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Corporation & plc is the only group in the world to be included in both the S&P 500 and the FTSE 100 indices.

Additional information can be obtained via Carnival Corporation & plc websites at www.carnivalcorp.com and www.carnivalplc.com.

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